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AUTHORITY

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THEY ARE X-FACTOR--
MUTANTS BORN WITH
A WILD-CARD IN THEIR
GENETIC STRUCTURE THAT
GIVES THEM MORE-THAN-
HUMAN POWERS.

UNTIL RECENTLY, UNDER THE
DIRECTION OF X-FACTOR'S
PUBLIC RELATIONS EXPERT,
CAMERON HODGE, THEY
PRETENDED TO BE HUMAN
MUTANT-HUNTERS...

...WHILE SECRETLY COL-
LECTING A GROUP OF
YOUNG MUTANTS AND
TRAINING THEM IN THE
USE OF THEIR POWERS.

NOW AN ORGANIZATION KNOWN
AS **THE RIGHT** HAS KIDNAPED
THEIR CHARGES. X-FACTOR
PLANS TO GET THEM BACK.

WHAT'RE
YOU **DOING** UP
THERE, ICEMAN?
PRETENDING
YOU'RE **ME**?

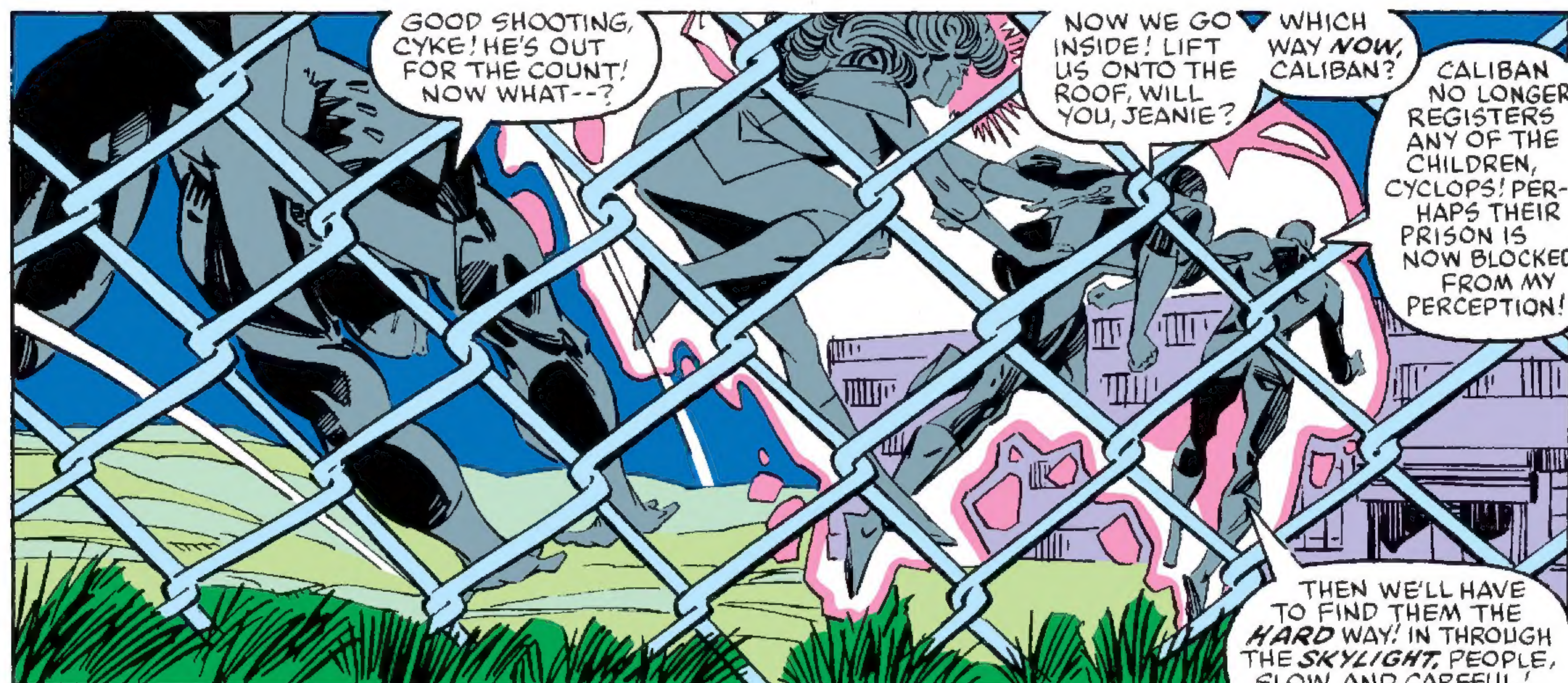
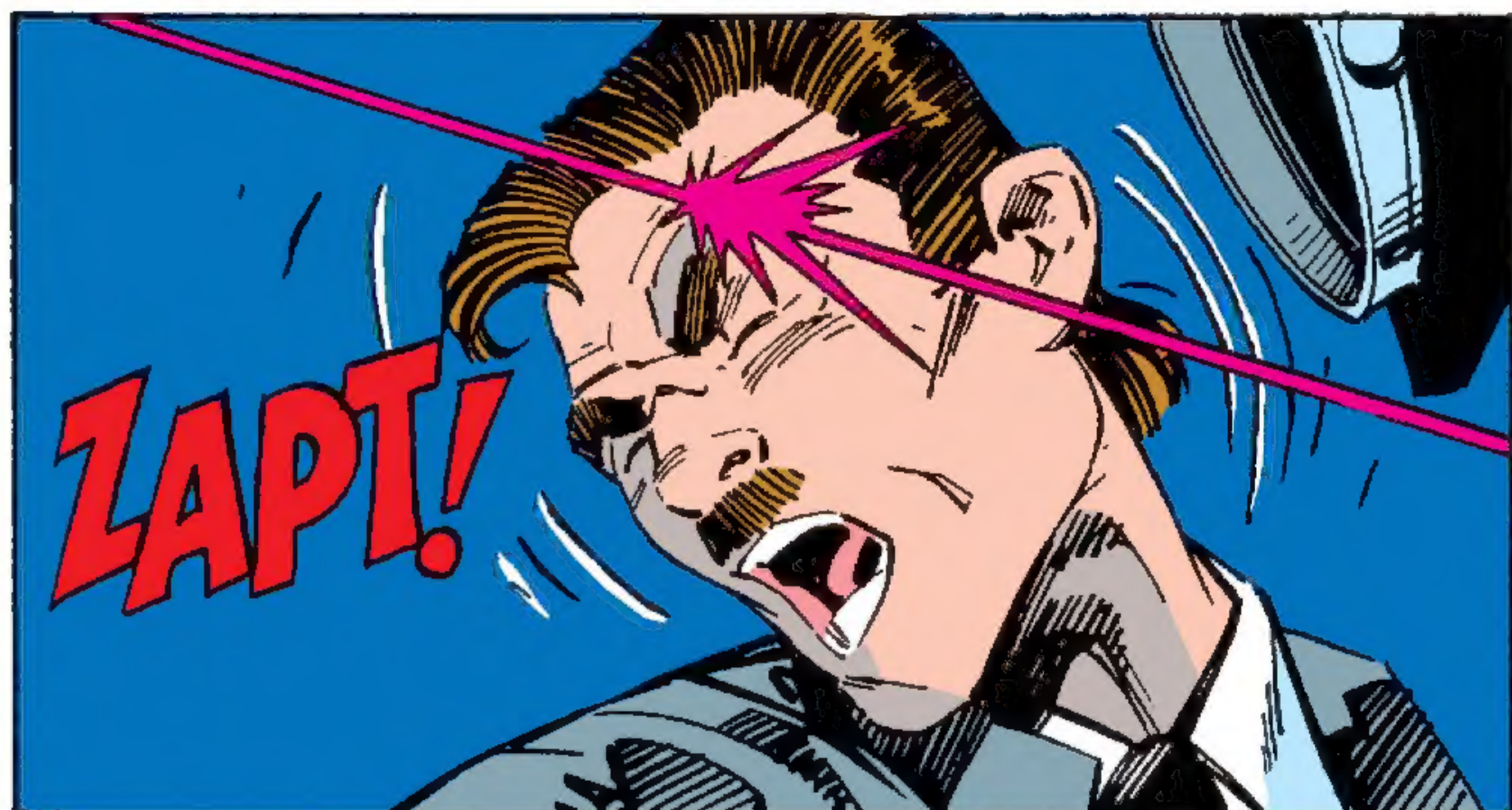
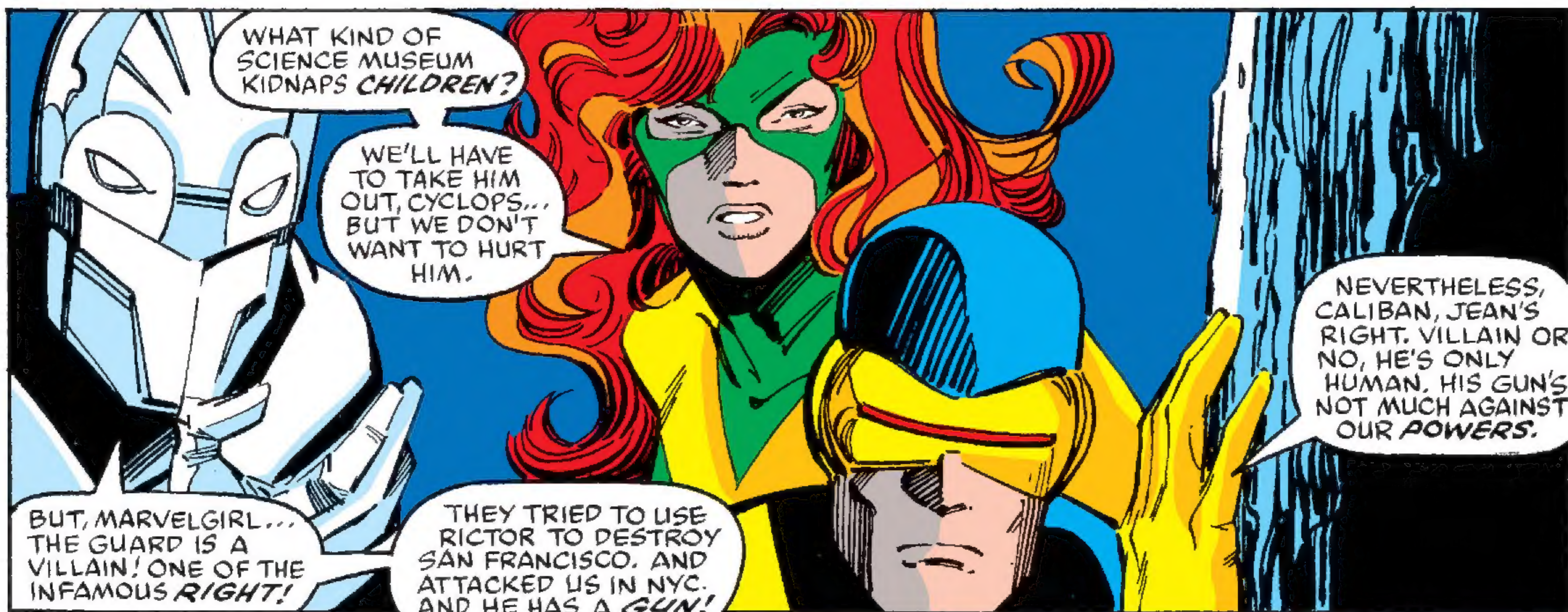
PLAYIN'
LOOKOUT,
BEAST OL'
PAL! YOU CAN
THANK ME
LATER!

HEADS UP,
GUYS! THERE'S
A **GUARD** DOWN
THERE! WHAT KIND
OF **SCIENCE MUSEUM**
HAS A YARD PATROLLED
BY AN ARMED GUARD?

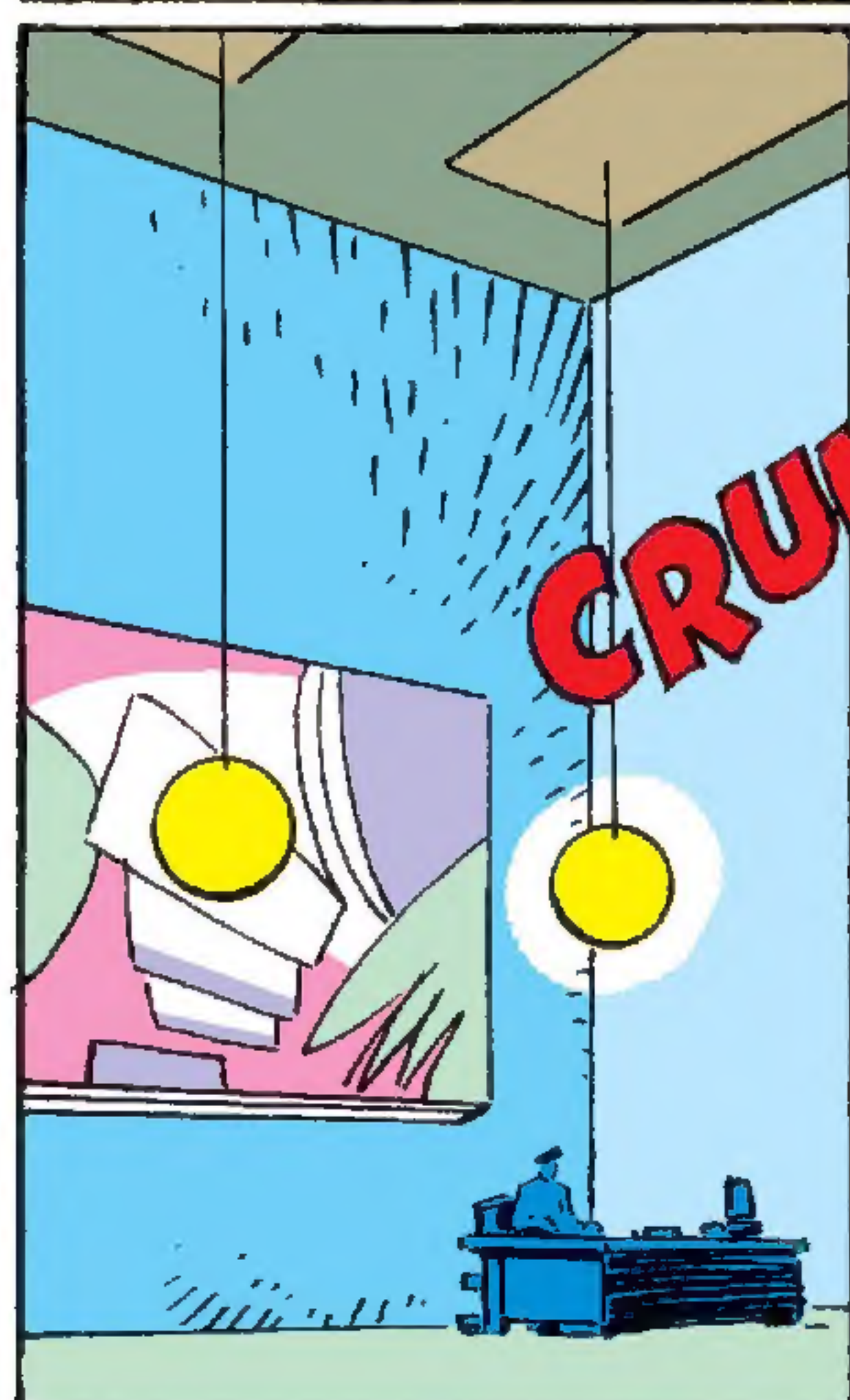
STAN LEE PRESENTS
**YOU
SAY YOU
WANT SOME
EVOLUTION?**



WRITER LOUISE SIMONSON PENCILER WALTER SIMONSON INKER BOB WIACEK LETTERER JOE ROSEN COLORIST PETRA SCOTese EDITOR BOB HARRAS EDITOR IN CHIEF TOM DEFALCO



"WE WANT TO KEEP OUR PRESENCE HERE A SECRET FOR AS LONG AS POSSIBLE!"

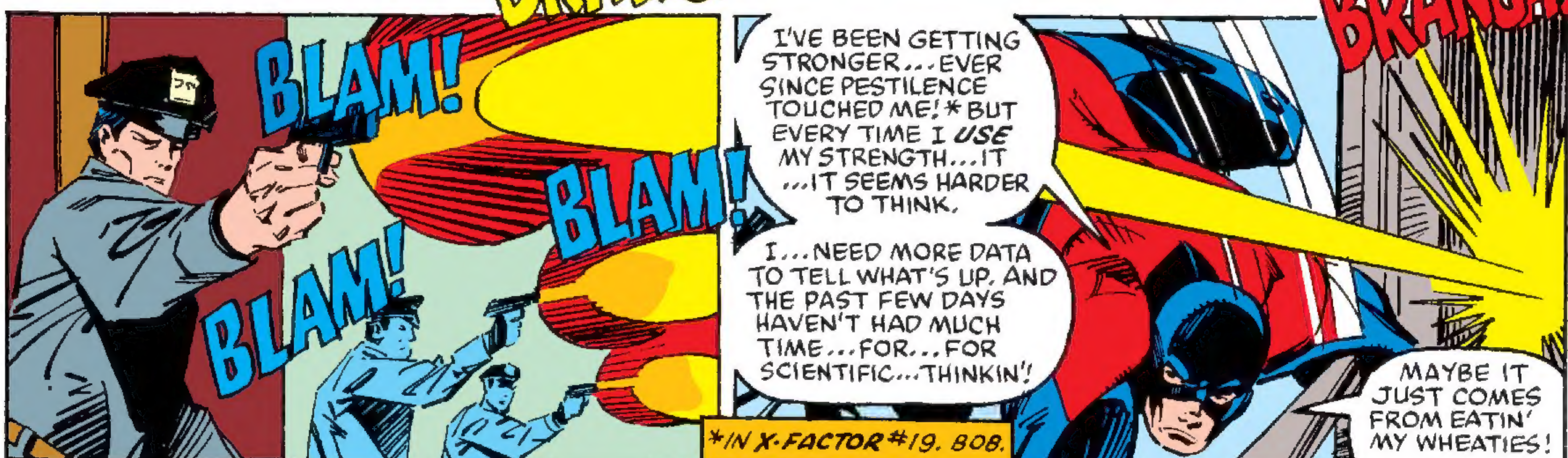


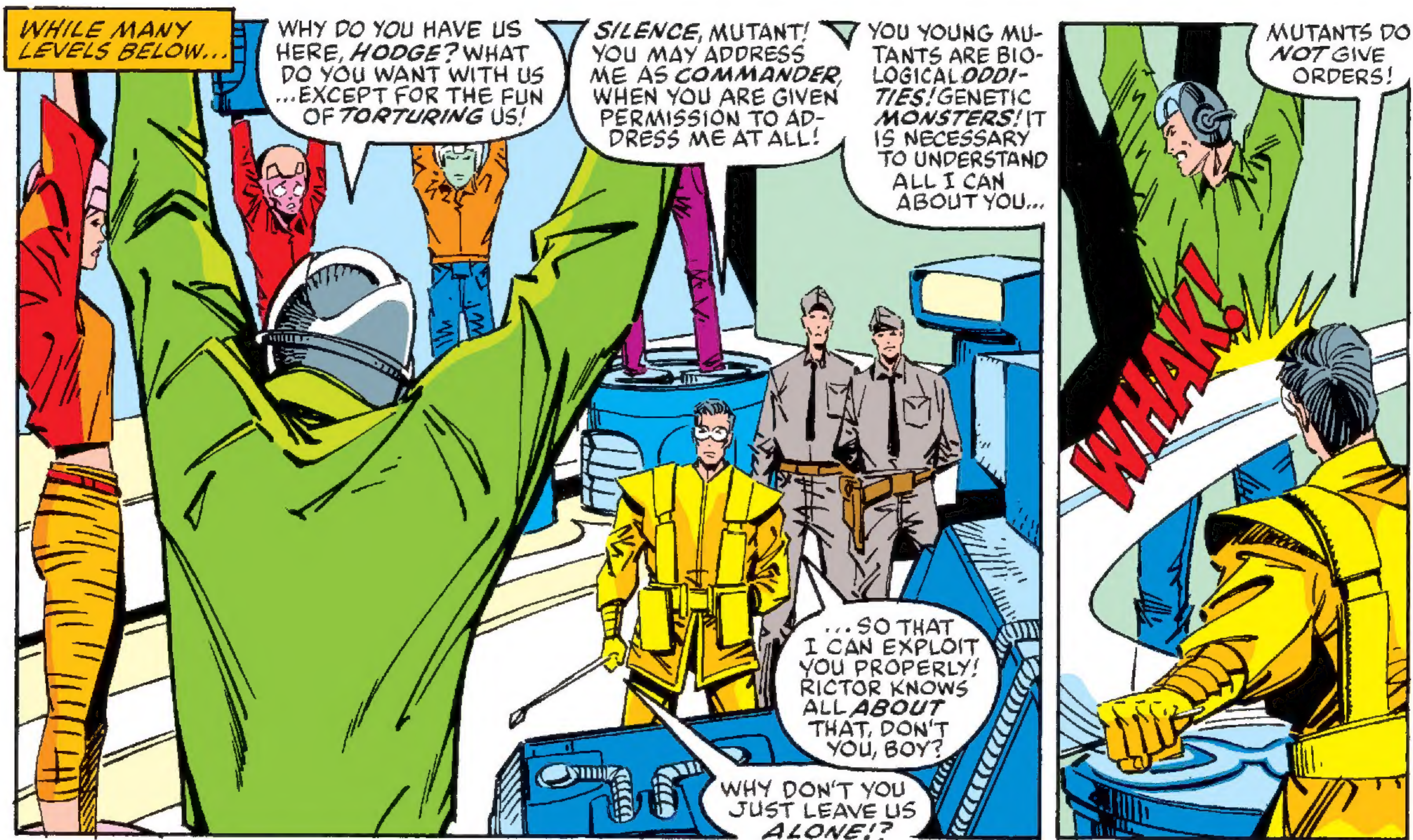
WAZZAT--?



I'LL ASK THE QUESTIONS, PAL! YOU HAVE SOME PRISONERS HERE--CHILDREN!







WHILE MANY LEVELS BELOW...

WHY DO YOU HAVE US HERE, HODGE? WHAT DO YOU WANT WITH US ...EXCEPT FOR THE FUN OF TORTURING US!

SILENCE, MUTANT! YOU MAY ADDRESS ME AS COMMANDER, WHEN YOU ARE GIVEN PERMISSION TO ADDRESS ME AT ALL!

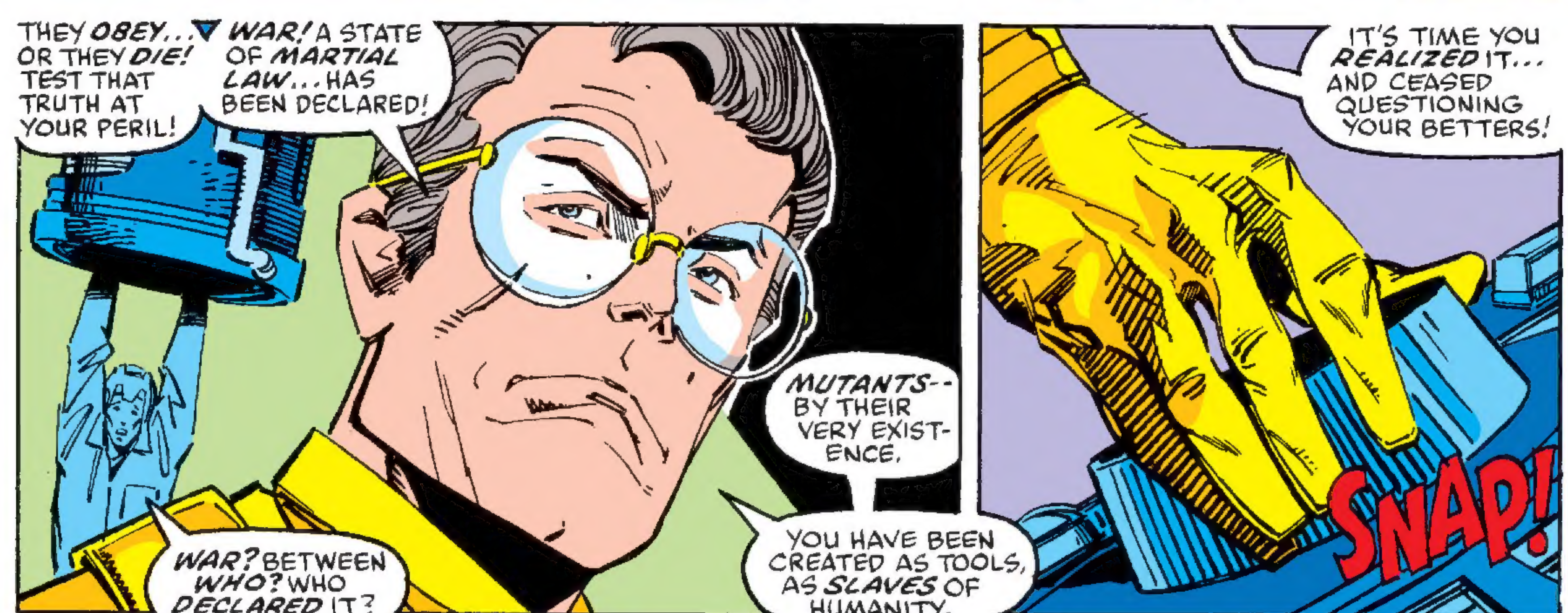
YOU YOUNG MUTANTS ARE BIOLOGICAL ODDITIES! GENETIC MONSTERS! IT IS NECESSARY TO UNDERSTAND ALL I CAN ABOUT YOU...

MUTANTS DO NOT GIVE ORDERS!

WHAK!

...SO THAT I CAN EXPLOIT YOU PROPERLY! RICTOR KNOWS ALL ABOUT THAT, DON'T YOU, BOY?

WHY DON'T YOU JUST LEAVE US ALONE!?



THEY OBEY... WAR! A STATE OF MARTIAL LAW... HAS BEEN DECLARED! TEST THAT TRUTH AT YOUR PERIL!

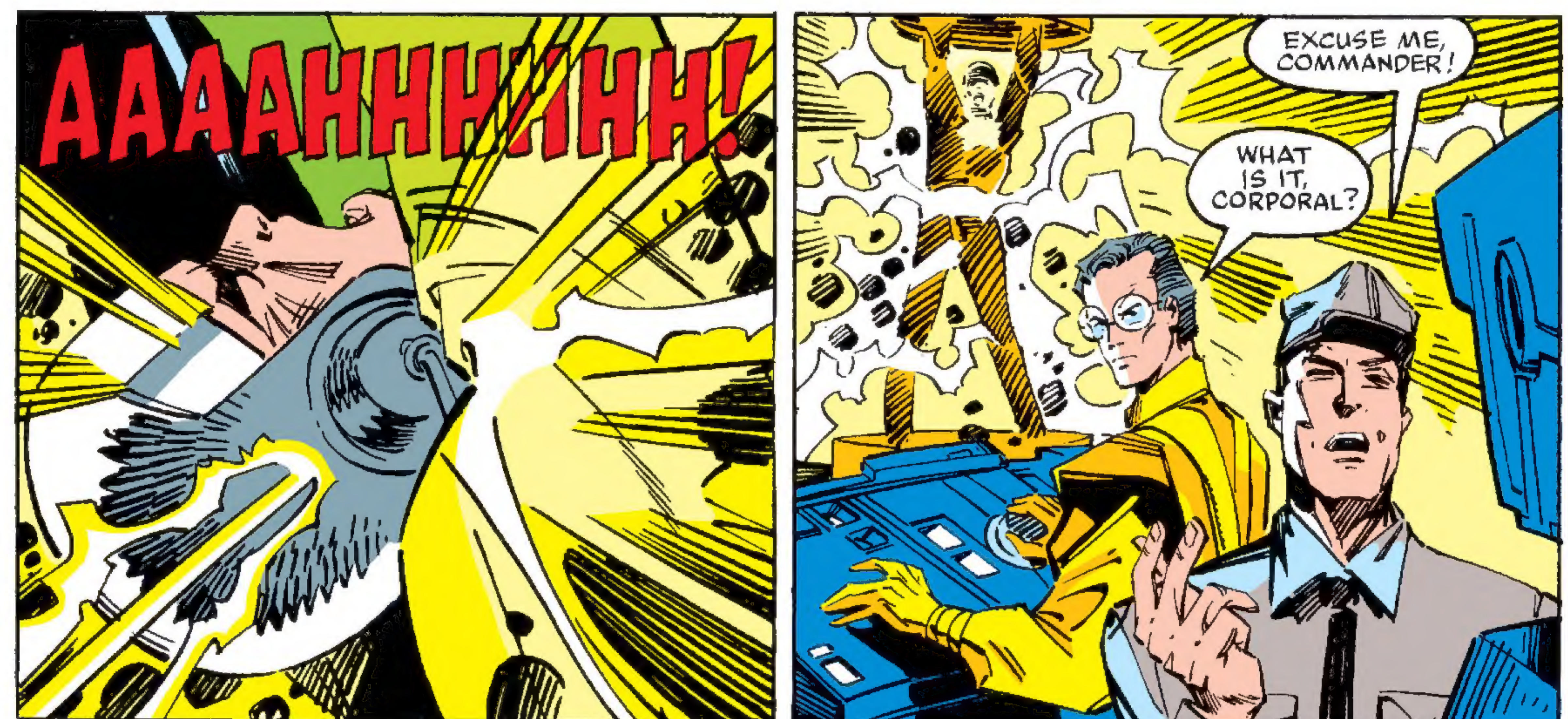
WAR? BETWEEN WHO? WHO DECLARED IT?

MUTANTS-- BY THEIR VERY EXISTENCE,

YOU HAVE BEEN CREATED AS TOOLS, AS SLAVES OF HUMANITY.

IT'S TIME YOU REALIZED IT... AND CEASED QUESTIONING YOUR BETTERS!

SNAP!



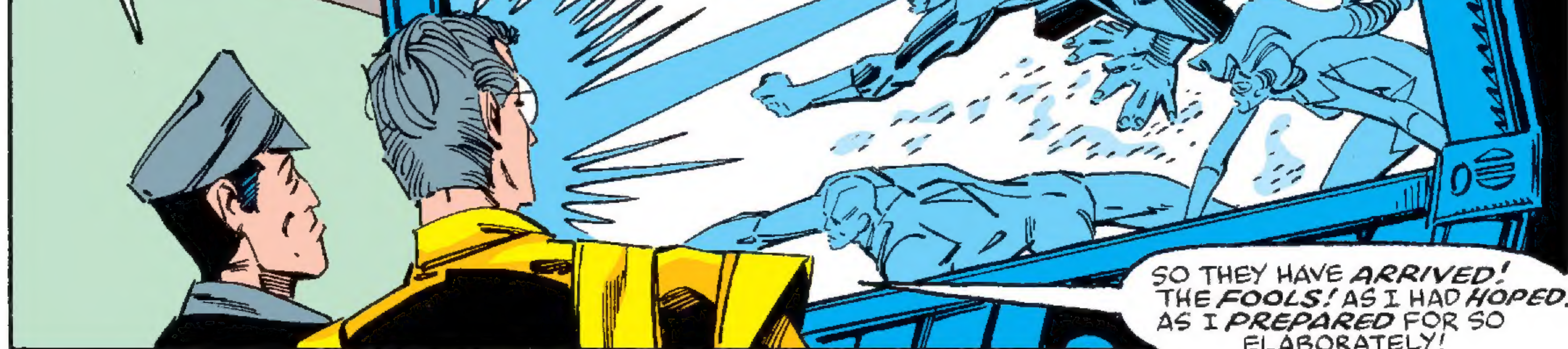
AAAAHHHHHHH!

EXCUSE ME, COMMANDER!

WHAT IS IT, CORPORAL?

INTRUDERS
REGISTERING
ON THE
SECURITY
SCREEN, SIR!
IN SECTOR
412!

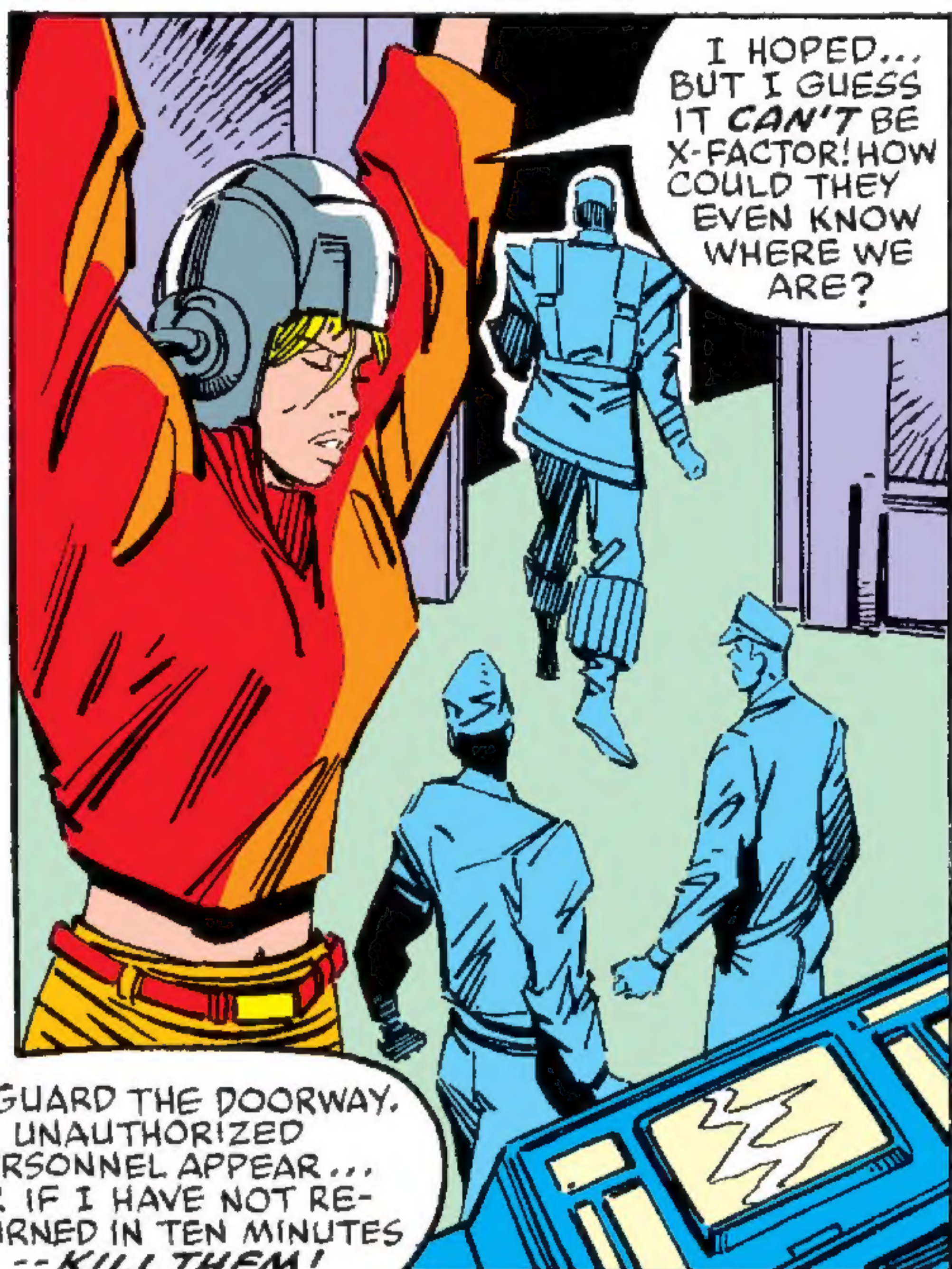
HA! HA! HA!
HA! HA! HA!



SO THEY HAVE ARRIVED!
THE FOOLS! AS I HAD HOPED!
AS I PREPARED FOR SO
ELABORATELY!

I WISH I COULD
SEE THE SCREEN
MAYBE X-FACTOR'S
COME TO SAVE US!

SAVE YOU? YOU *STILL*
DON'T COMPREHEND THE
HOPELESSNESS OF YOUR
POSITION HERE!



I HOPED...
BUT I GUESS
IT *CAN'T* BE
X-FACTOR! HOW
COULD THEY
EVEN KNOW
WHERE WE
ARE?

GUARD THE DOORWAY.
IF UNAUTHORIZED
PERSONNEL APPEAR...
OR IF I HAVE NOT RE-
TURNED IN TEN MINUTES
-- *KILL THEM!*

CALIBAN
WASN'T DEAD
... I THINK
HE COULDA
LED THEM
HERE!

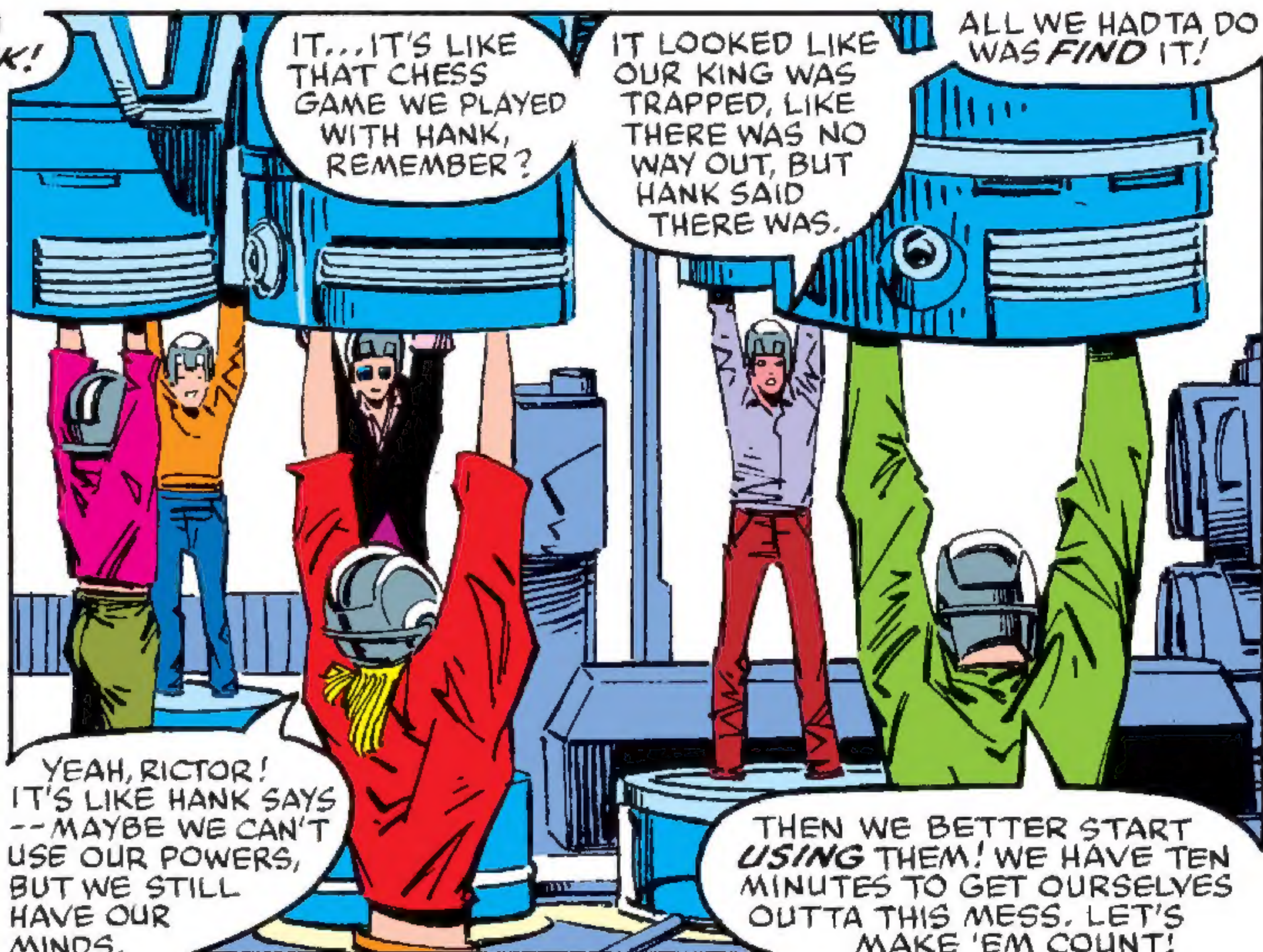
YOU
THINK!



IT... IT'S LIKE
THAT CHESS
GAME WE PLAYED
WITH HANK,
REMEMBER?

IT LOOKED LIKE
OUR KING WAS
TRAPPED, LIKE
THERE WAS NO
WAY OUT, BUT
HANK SAID
THERE WAS.

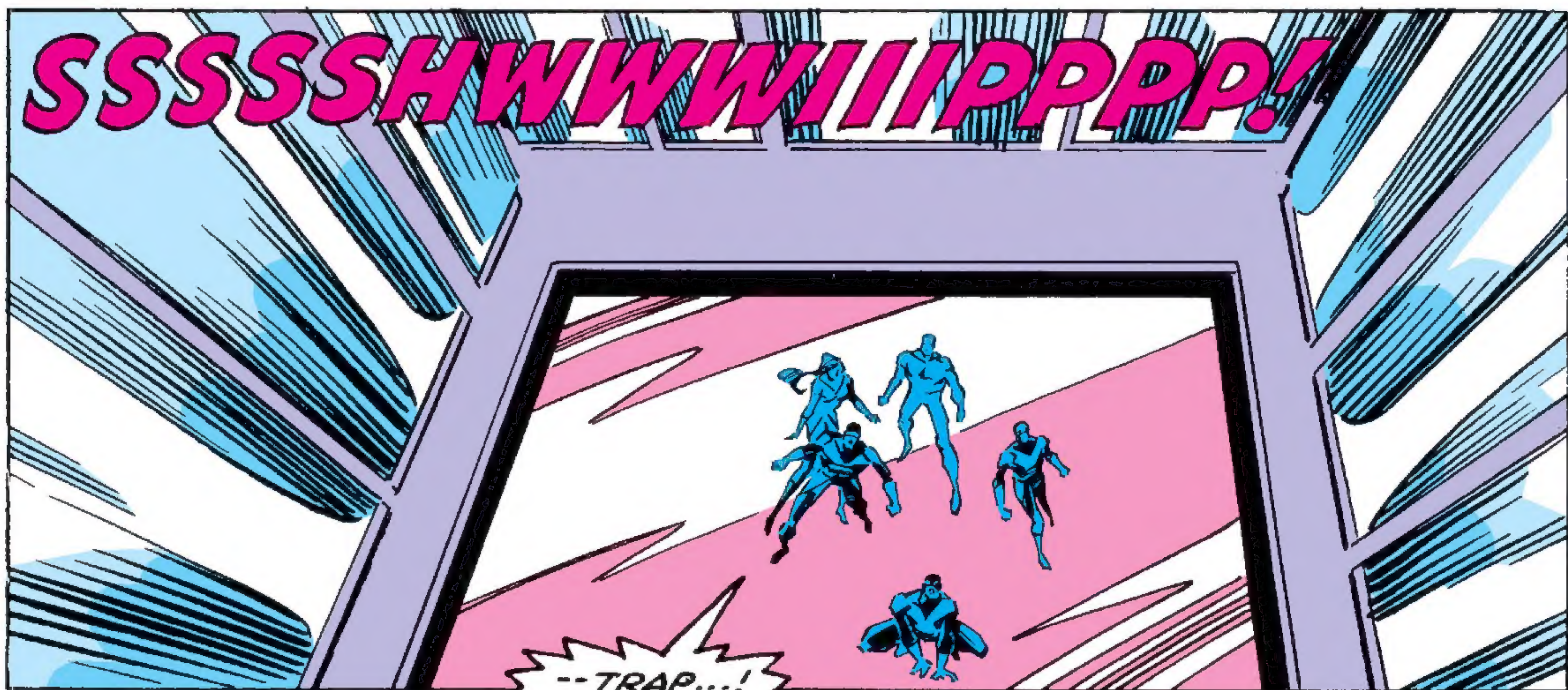
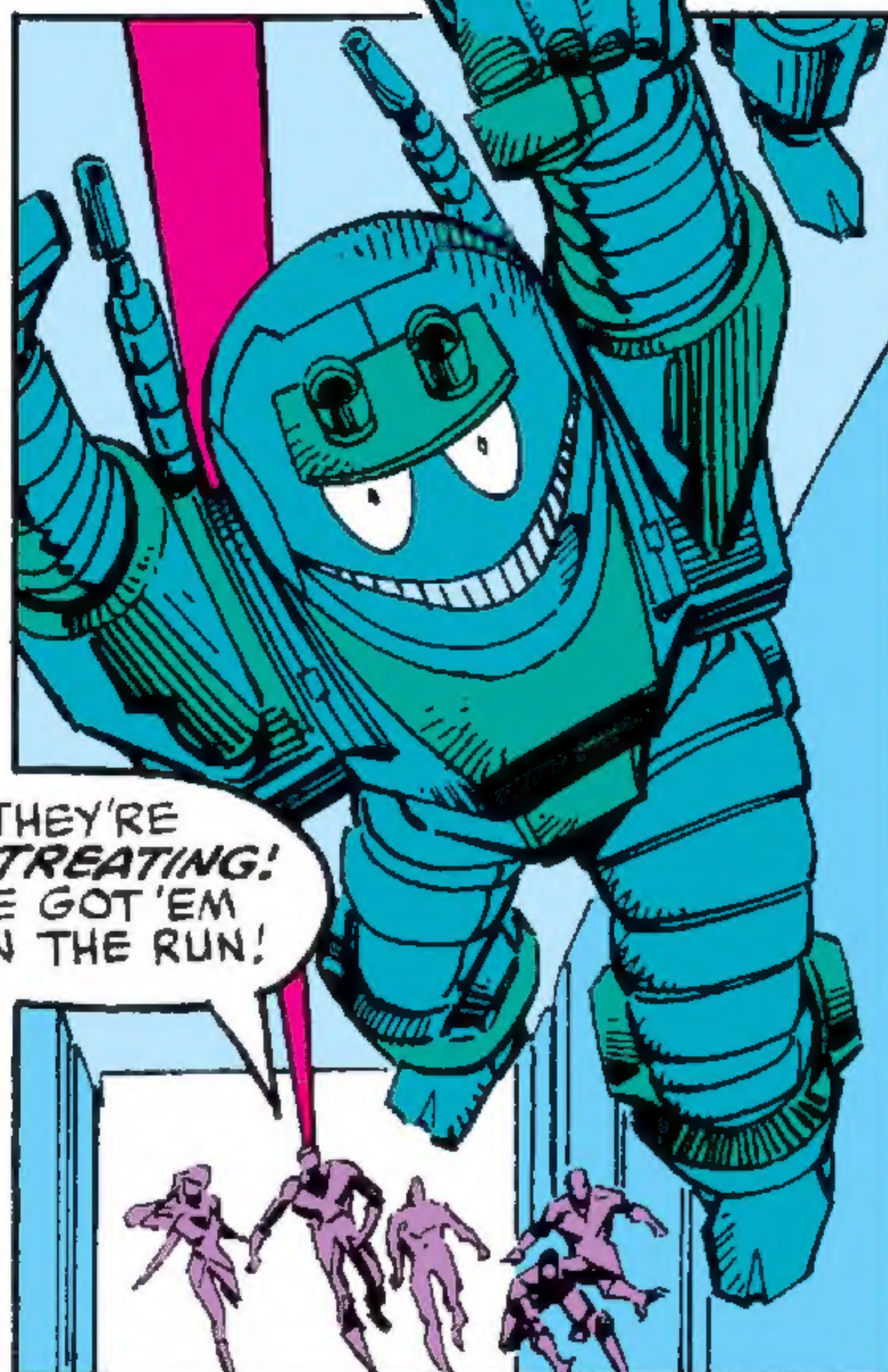
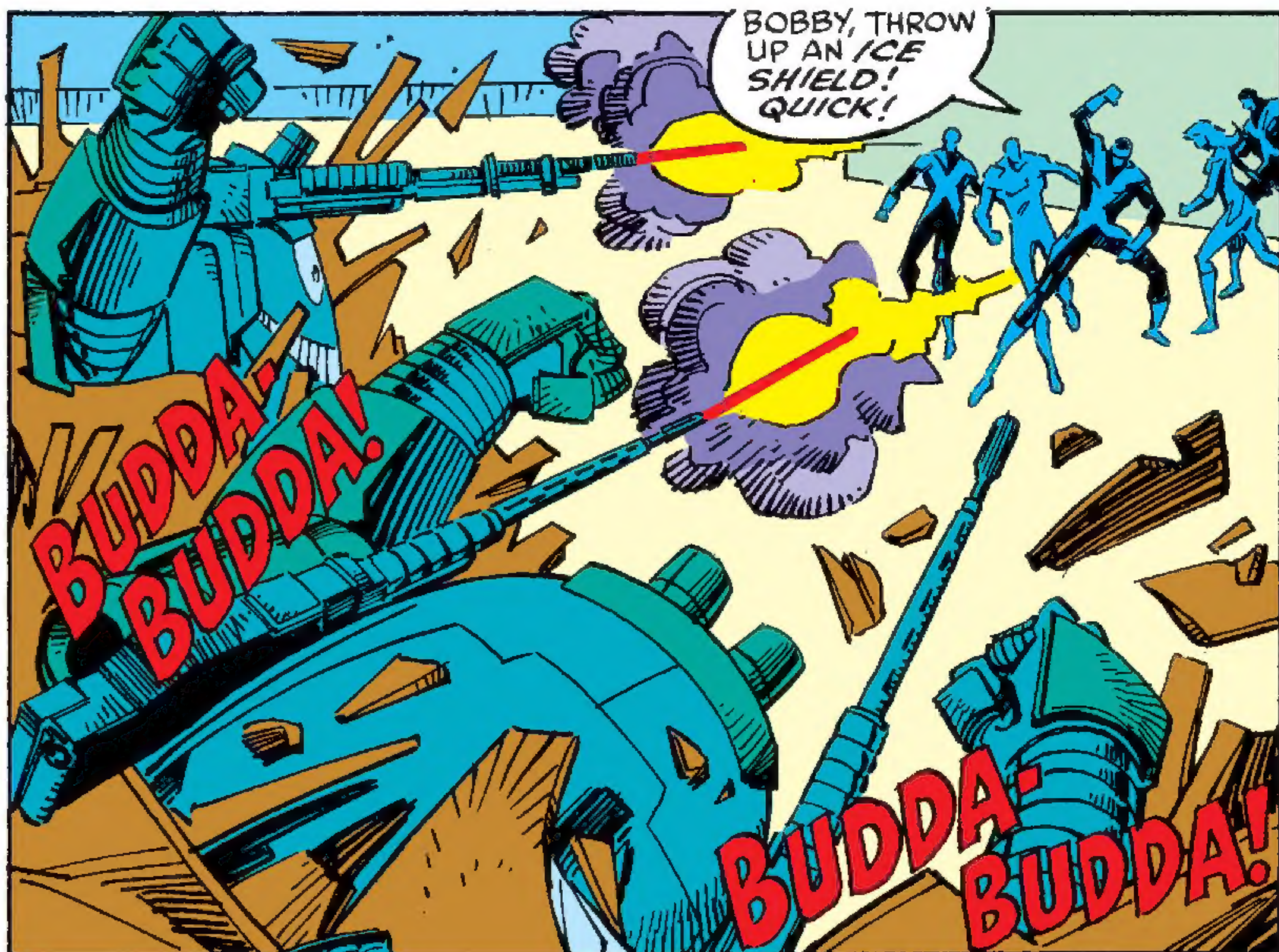
ALL WE HADTA DO
WAS *FIND* IT!

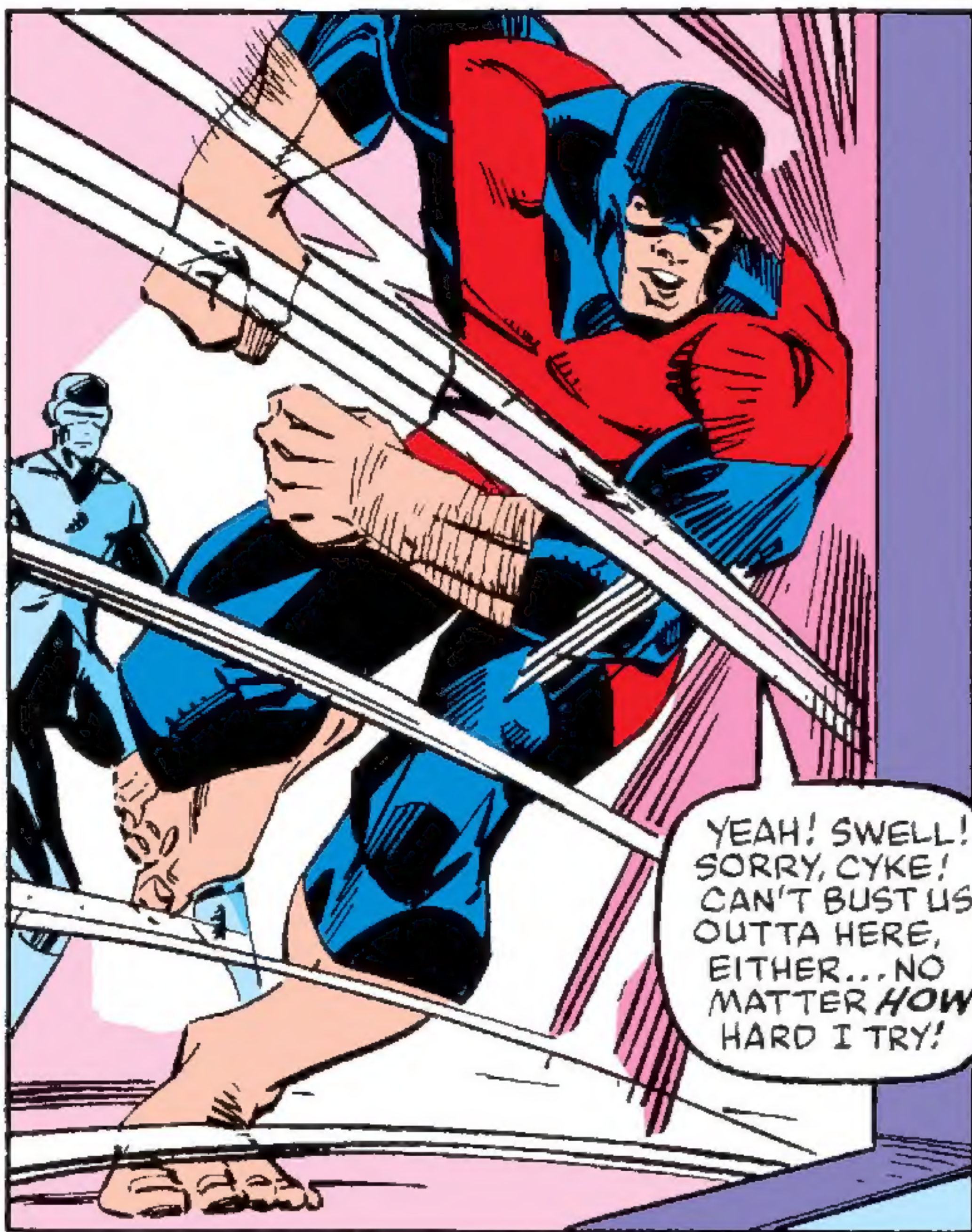


YEAH, RICTOR!
IT'S LIKE HANK SAYS
-- MAYBE WE CAN'T
USE OUR POWERS,
BUT WE STILL
HAVE OUR
MINDS.

THEN WE BETTER START
USING THEM! WE HAVE TEN
MINUTES TO GET OURSELVES
OUTTA THIS MESS. LET'S
MAKE 'EM COUNT!

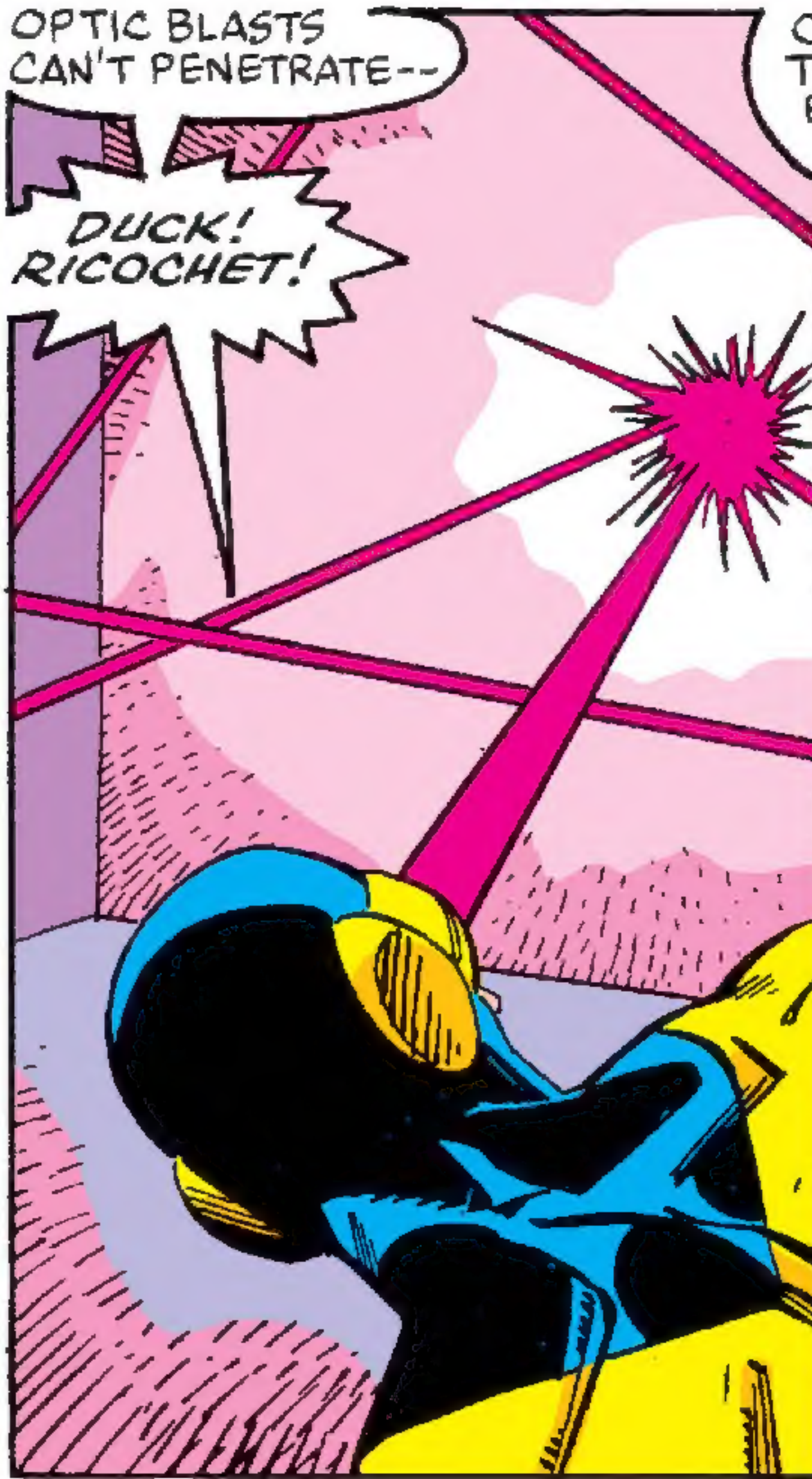
WHILE SEVERAL
LEVELS ABOVE...





YEAH! SWELL!
SORRY, CYKE!
CAN'T BUST US
OUTTA HERE,
EITHER... NO
MATTER **HOW**
HARD I TRY!

OPTIC BLASTS
CAN'T PENETRATE--
**DUCK!
RICOCHET!**



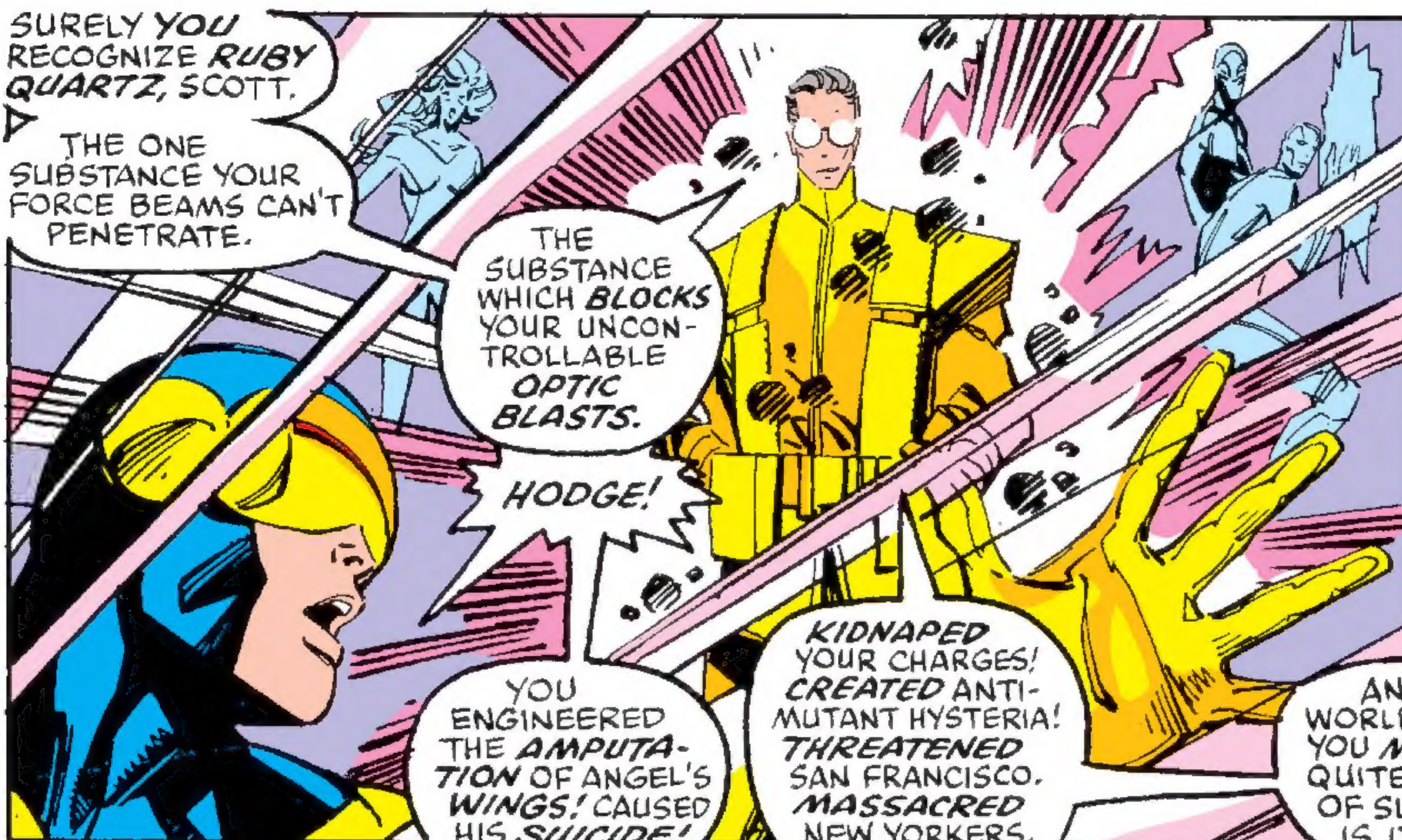
CAN'T MOVE IT...OR
THE **EQUIPMENT**,
EITHER! IT'S TOO
POWERFUL!



WHAT'RE
THESE
WALLS
MADE OF,
ANYWAY?

SURELY YOU
RECOGNIZE **RUBY
QUARTZ**, SCOTT.

THE ONE
SUBSTANCE YOUR
FORCE BEAMS CAN'T
PENETRATE.



THE
SUBSTANCE
WHICH **BLOCKS**
YOUR UNCON-
TROLLABLE
**OPTIC
BLASTS**.

HODGE!

YOU
ENGINEERED
THE **AMPUTA-
TION** OF ANGEL'S
WINGS! CAUSED
HIS **SUICIDE!**

KIDNAPED
YOUR CHARGES!
CREATED ANTI-
MUTANT HYSTERIA!
THREATENED
SAN FRANCISCO.
MASSACRED
NEW YORKERS.

AND THE
WORLD **BLAMES**
YOU **MUTANTS!**
QUITE A LITANY
OF **SUCCESS**,
IS IT NOT?

SUCCESS!?!



TEMPER, CYCLOPS! WHAT
YOU **SEE** IS A HOLOGRAPHIC
IMAGE. YOU CAN'T TOUCH **ME**
...ANY MORE THAN YOU'VE
TOUCHED ANYONE **ELSE**
IN YOUR LIFE.

ANGEL KNEW
THAT! THAT'S WHY
HE LEFT **ME** IN
CONTROL OF HIS
FORTUNE.



YOU
TRICKED
HIM.

SO?

I **STILL** CONTROL
X-FACTOR'S FINANCES
...AND YOU ARE
FIRED. A MERE
FORMALITY.

SOON WE'LL HAVE WHAT WE
NEED OF YOU...AND THEN
YOU'LL BE DEAD.

DIZZY...
SCOTT...
FEEL...
DIZZY!

EXCELLENT!

GET THE
POWER
BLOCKERS ON
THEM AND
TAKE THEM TO
THE LOCK-
UP!

SCHWIPP!

THEY'LL BE
ANALYZED
AND FINALLY
DESTROYED...
AS THEIR
CHARGES, EVEN
NOW, ARE BEING
DESTROYED.

HOP TO IT,
PEOPLE!
NOW!

ZAPT!

QUICK THINKING, JEAN!
GOT YOUR TELEKINETIC
FIELD OVER US AS SOON
AS YOU SMELLED THE
KNOCK-OUT GAS.

GLAD YOU GUYS
PICKED UP ON IT!
YOUR OSCARS
ARE IN THE
MAIL!

JUNCTION
BOX! C'MON,
PAL! YOU'RE
GONNA MAKE
A BIG IM-
PRESSION!

SCHRAKKKT!

WHILE MILES ABOVE, FLOATS
THE INVISIBLE, NEAR IMPREGNA-
BLE FORTRESS OF APOCALYPSE...

THE RIGHT DOES THE
WILL OF APOCALYPSE!
THEY TEST BOTH THE
INGENUITY AND STRENGTH
OF X-FACTOR TO ITS
LIMITS.

INDEED, IT IS
POSSIBLE THAT
OUR MUTANT
HEROES WILL NOT
SURVIVE.

NOW IS THE
TIME FOR YOU,
ALSO, TO FACE
A TEST, MY
HORSEMEN!
AGAINST
DEATH...!

DAY BY DAY YOUR
POWERS HAVE GROWN
...AS HAVE *HIS*! YOU
ARE TO COMPETE,
STRENGTH AGAINST
STRENGTH!

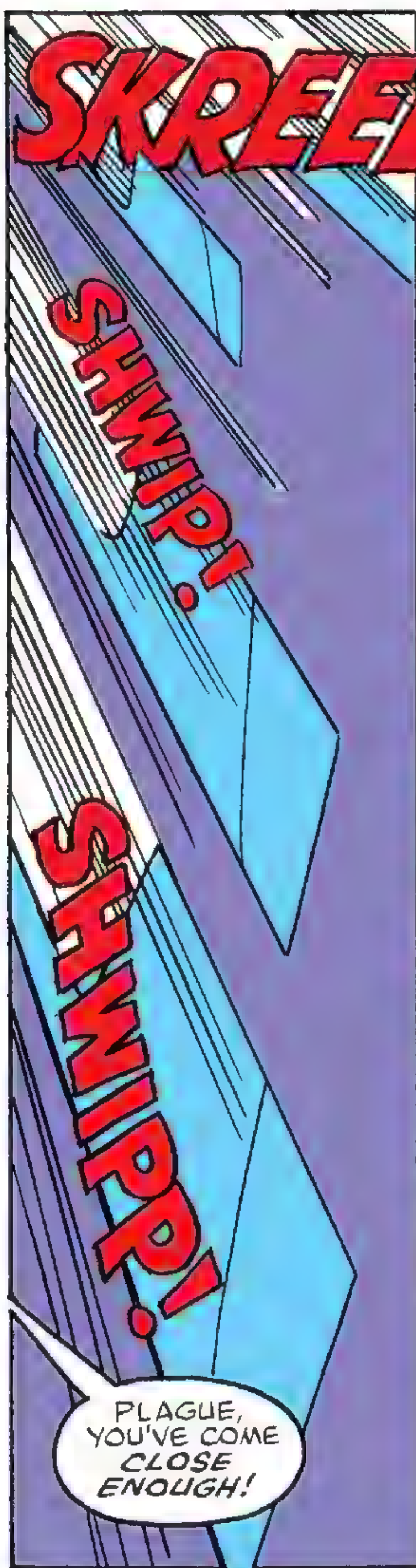
THE LAST ONE
STANDING WILL
LEAD YOU *ALL*!

BREATHE ON
HIM, *PLAGUE*,
AND HE WILL
SICKEN AND
FALL!

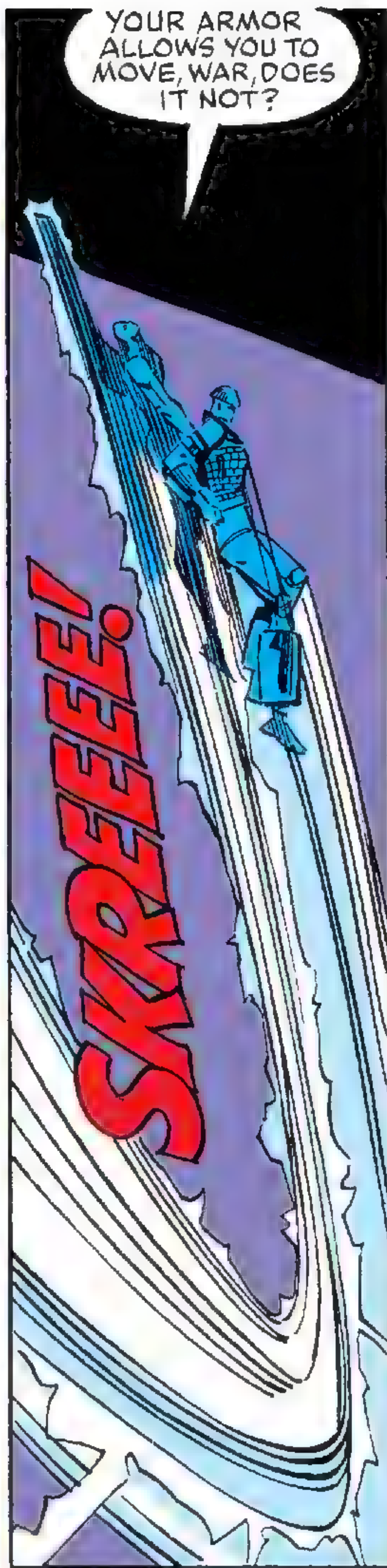
CLAP YOUR HANDS,
WAR, AND HE WILL
EXPLODE IN A SPOUT
OF NOISE AND FLAME!

REACH OUT YOUR
HAND TO HIM,
FAMINE, AND HE
WILL SHRIVEL
BEFORE YOU!

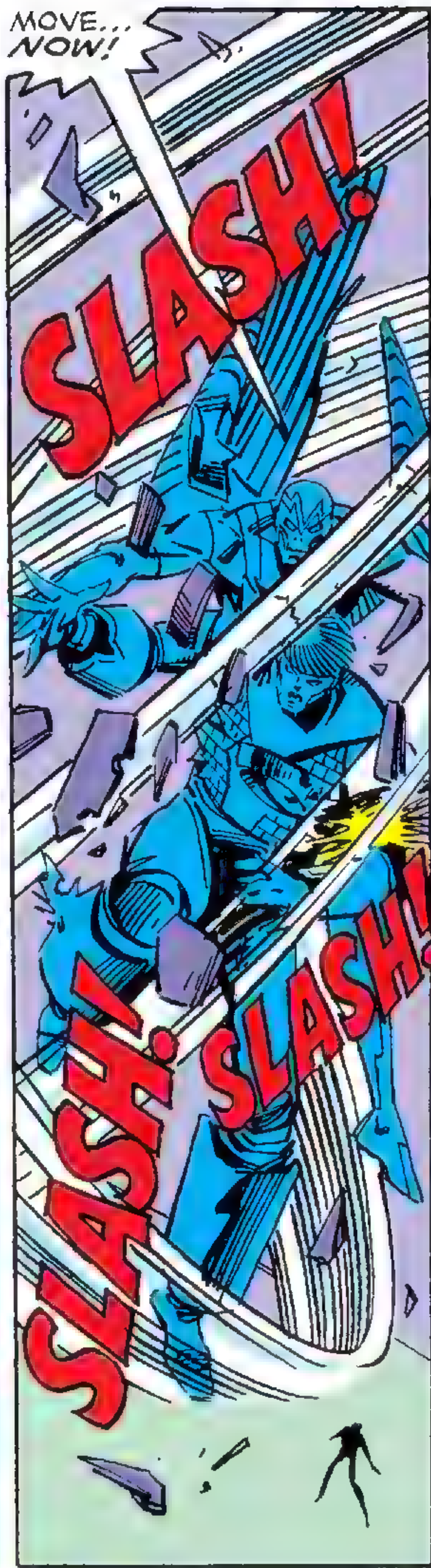




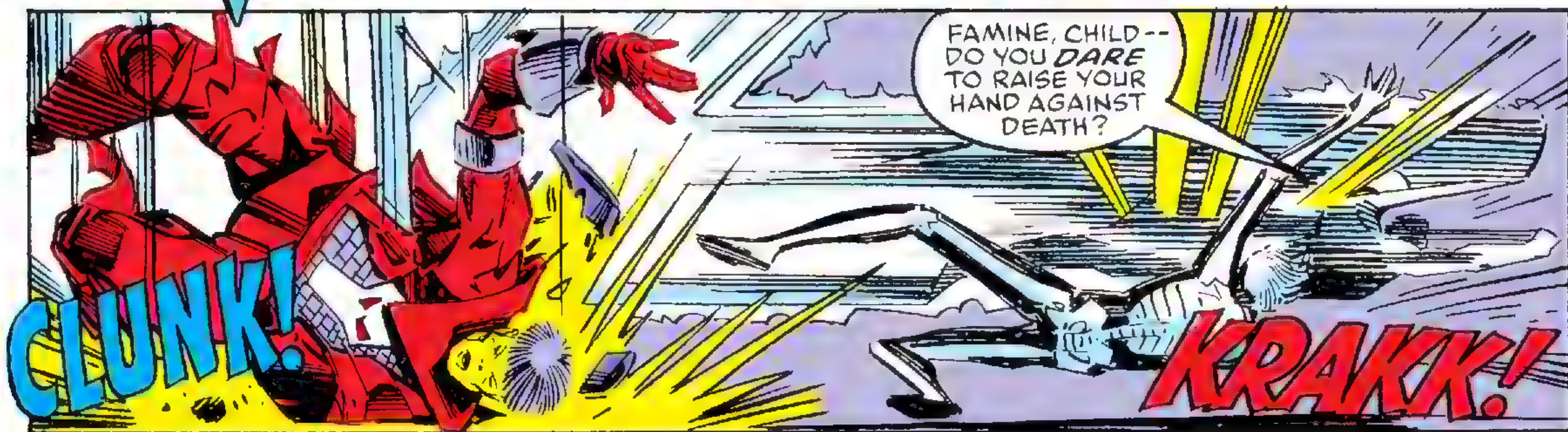
PLAGUE,
YOU'VE COME
CLOSE
ENOUGH!



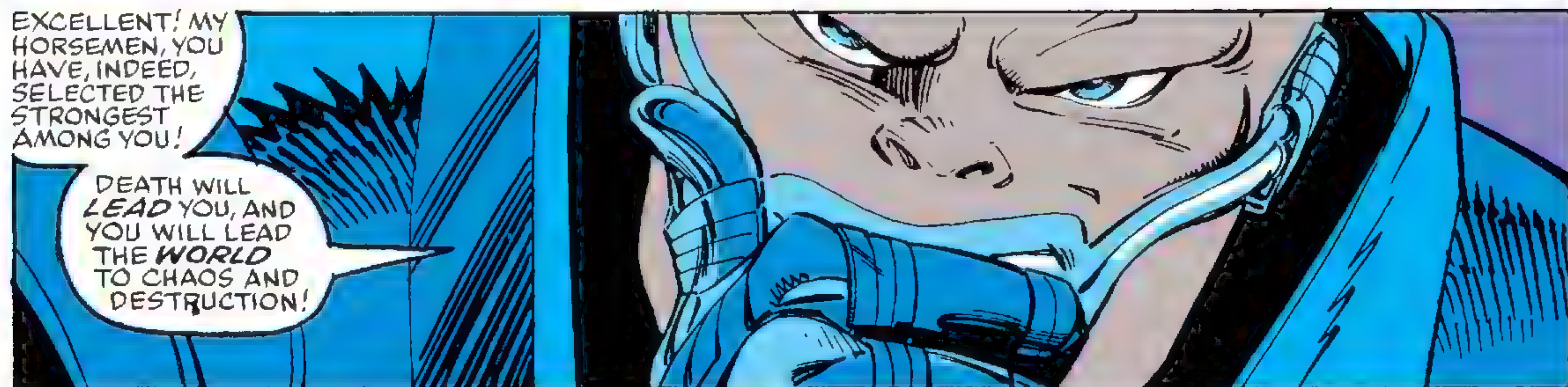
YOUR ARMOR
ALLOWS YOU TO
MOVE, WAR, DOES
IT NOT?



MOVE...
NOW!

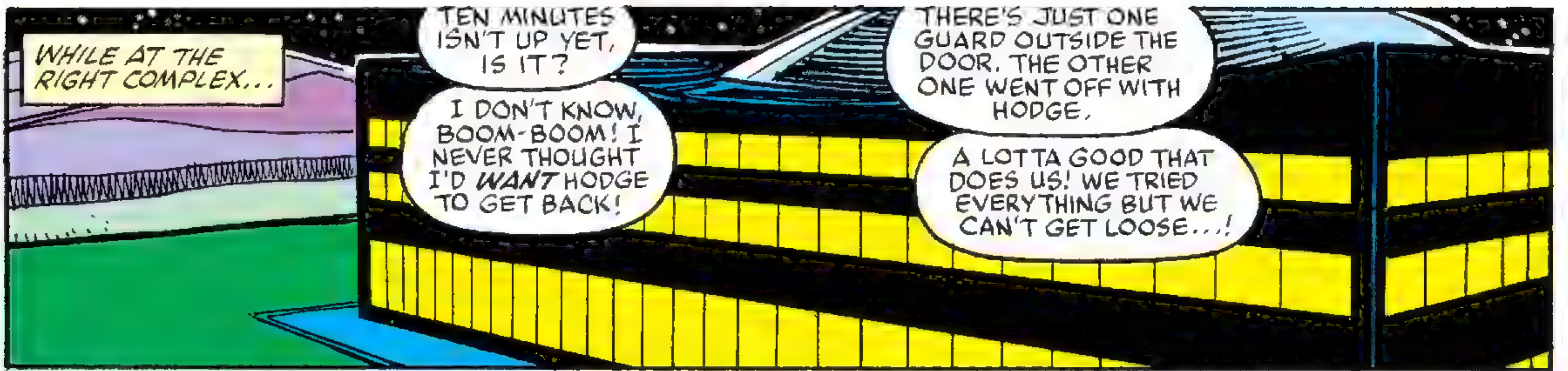


FAMINE, CHILD--
DO YOU *DARE*
TO RAISE YOUR
HAND AGAINST
DEATH?



EXCELLENT! MY
HORSEMEN, YOU
HAVE, INDEED,
SELECTED THE
STRONGEST
AMONG YOU!

DEATH WILL
LEAD YOU, AND
YOU WILL LEAD
THE *WORLD*
TO CHAOS AND
DESTRUCTION!



WHILE AT THE
RIGHT COMPLEX...

TEN MINUTES
ISN'T UP YET,
IS IT?

I DON'T KNOW,
BOOM-BOOM! I
NEVER THOUGHT
I'D WANT HODGE
TO GET BACK!

THERE'S JUST ONE
GUARD OUTSIDE THE
DOOR. THE OTHER
ONE WENT OFF WITH
HODGE.

A LOTTA GOOD THAT
DOES US! WE TRIED
EVERYTHING BUT WE
CAN'T GET LOOSE...!

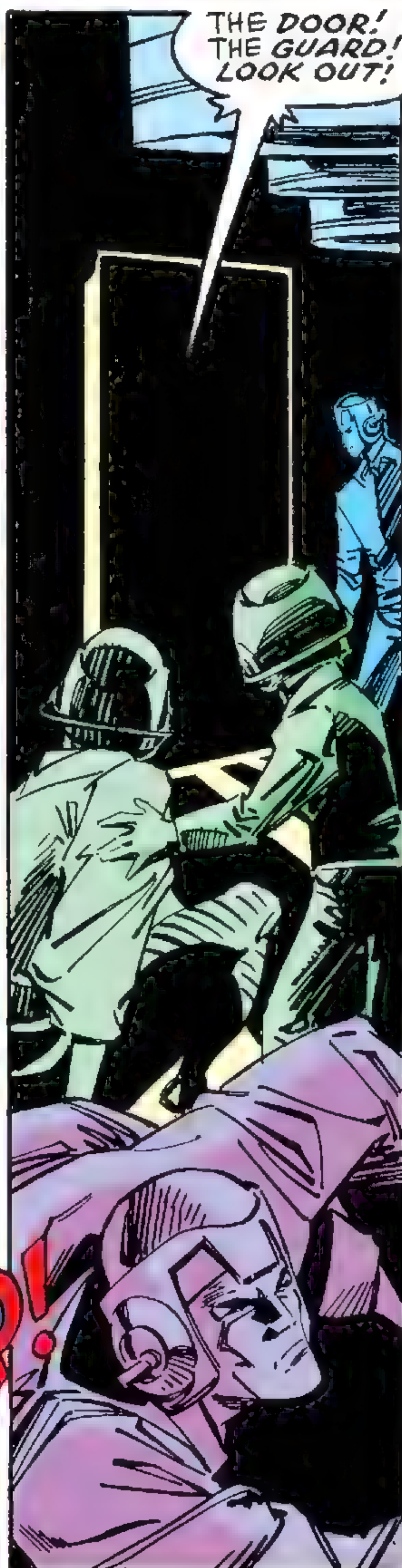


HEY, WHO
TURNED OUT
THE LIGHTS?

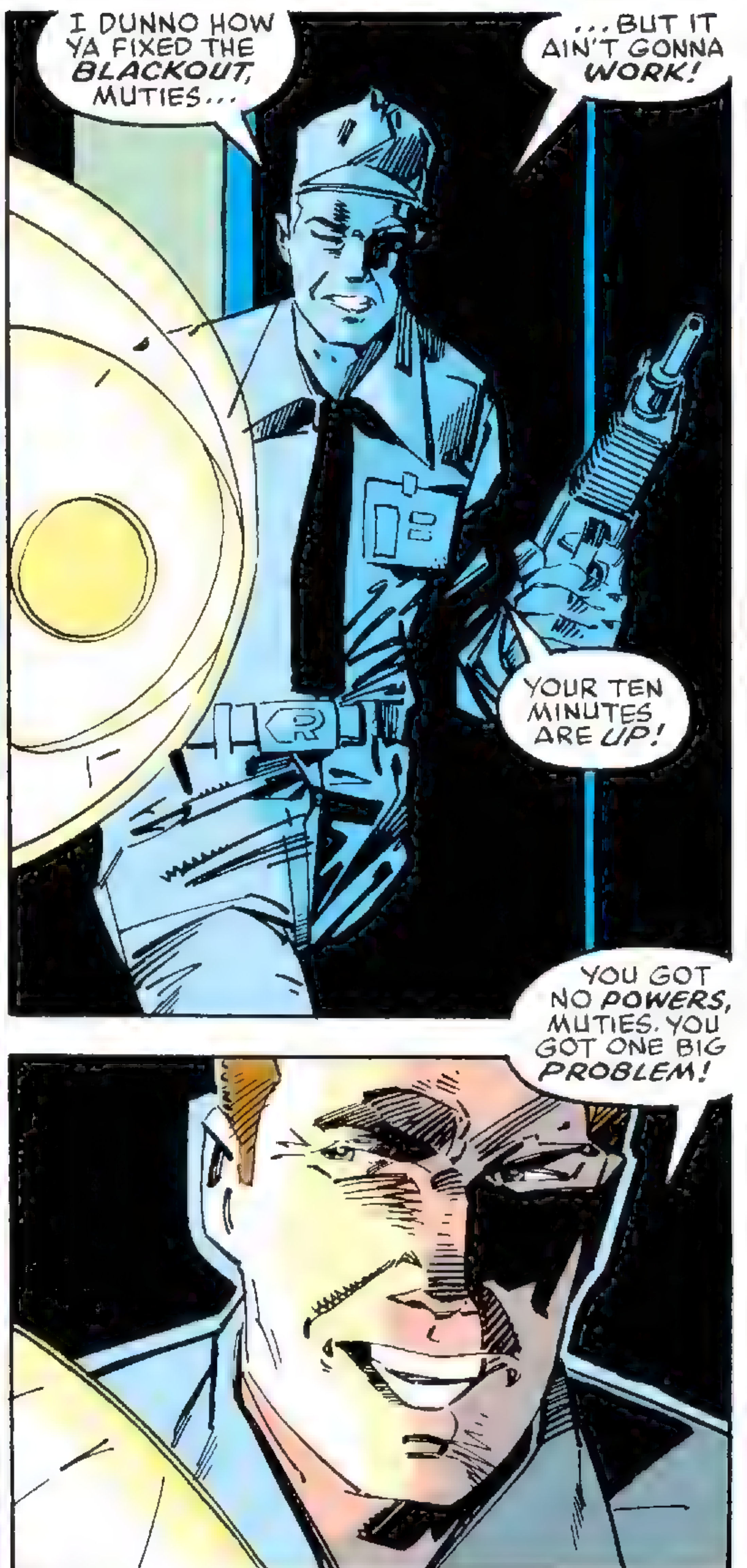


EVEN BETTER, WHO
TURNED OFF THE
ELECTRICITY?

FAR
OUT!



THE DOOR!
THE GUARD!
LOOK OUT!



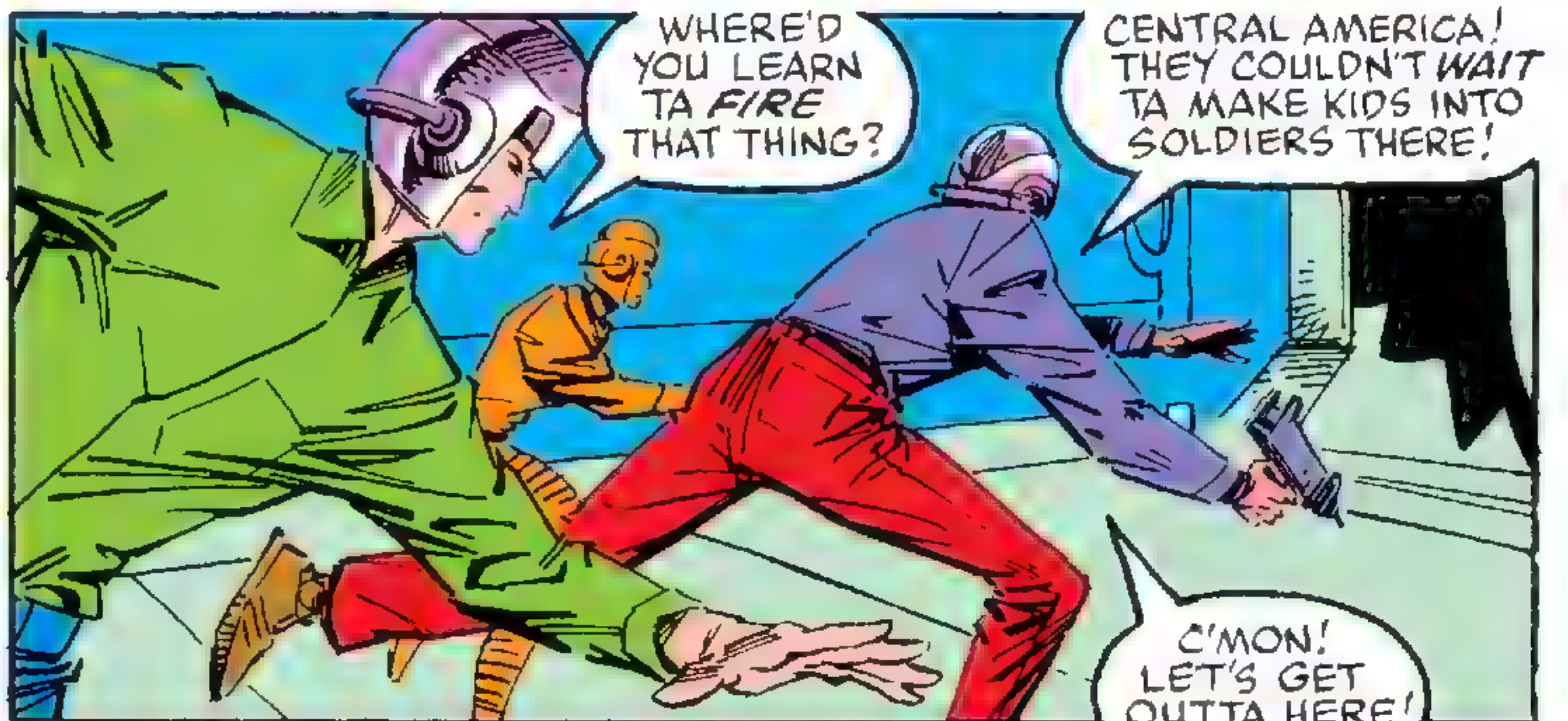
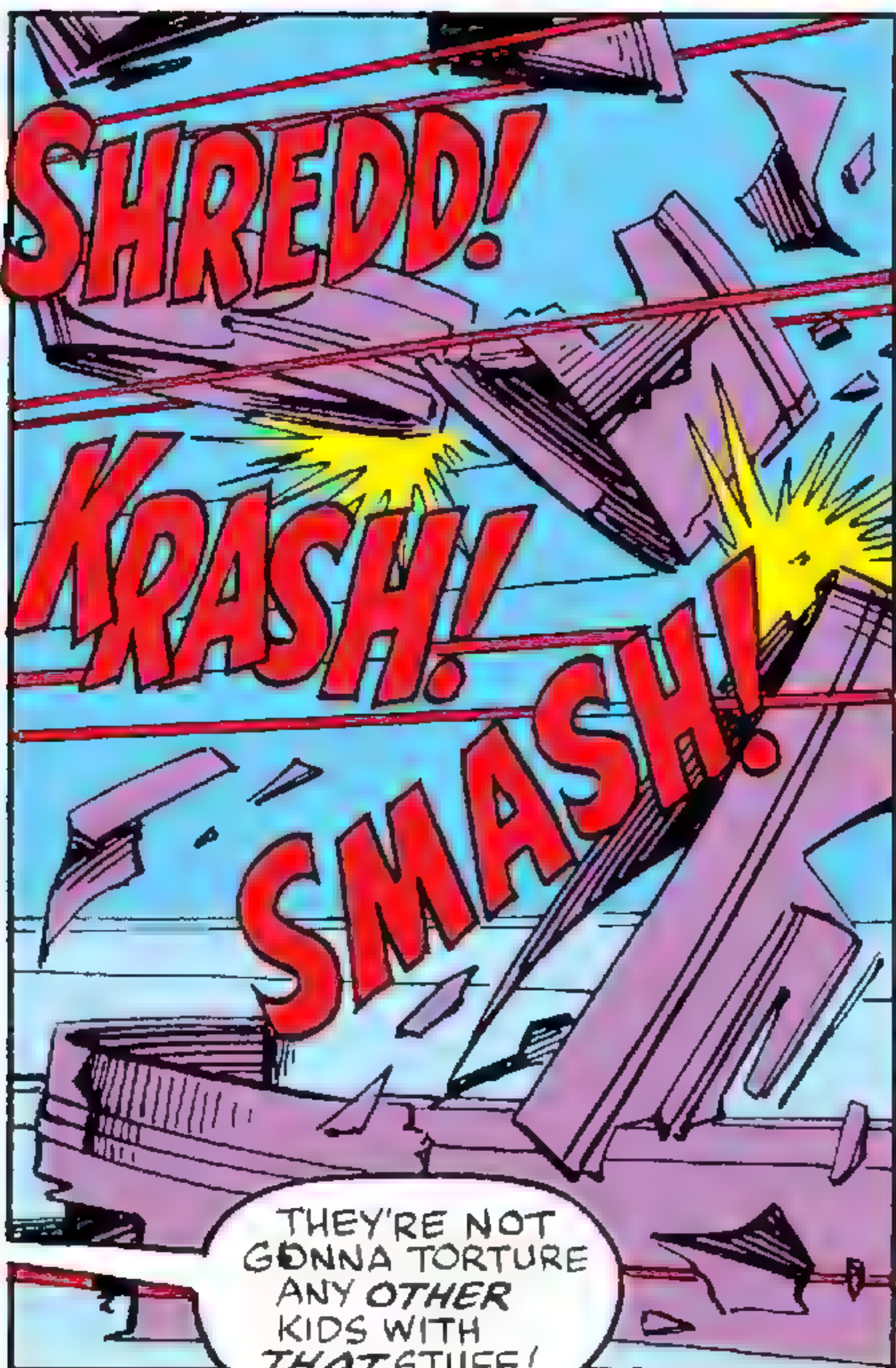
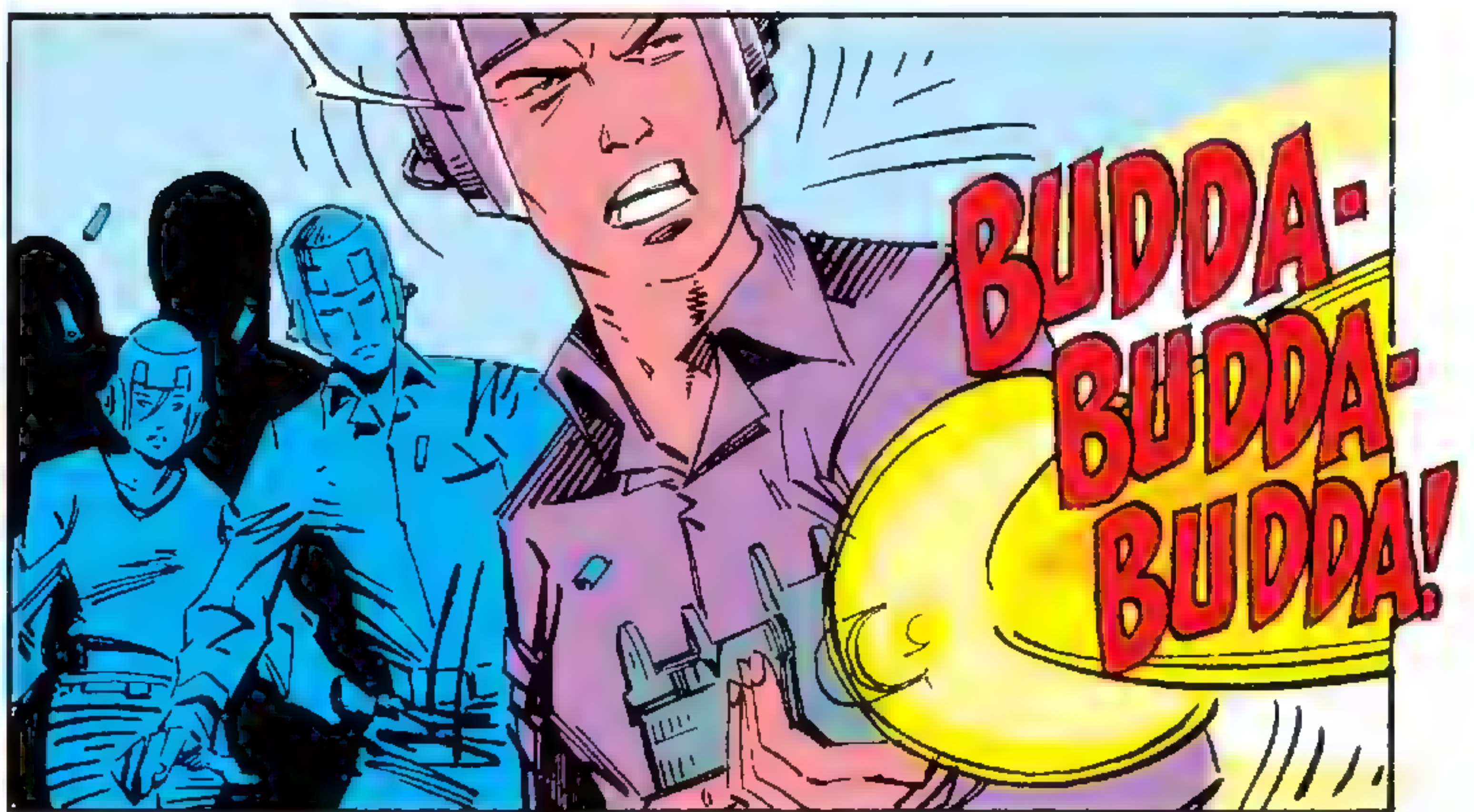
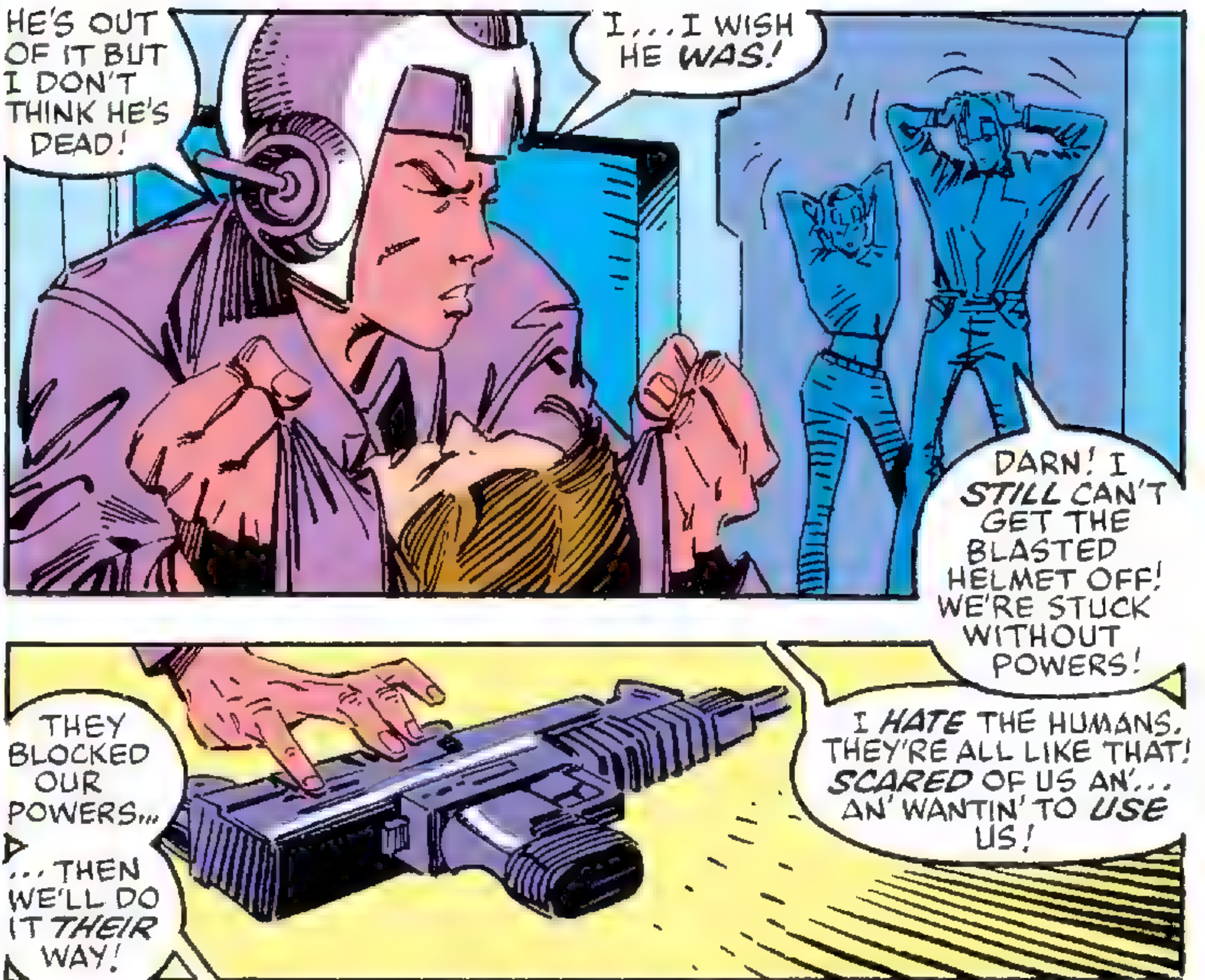
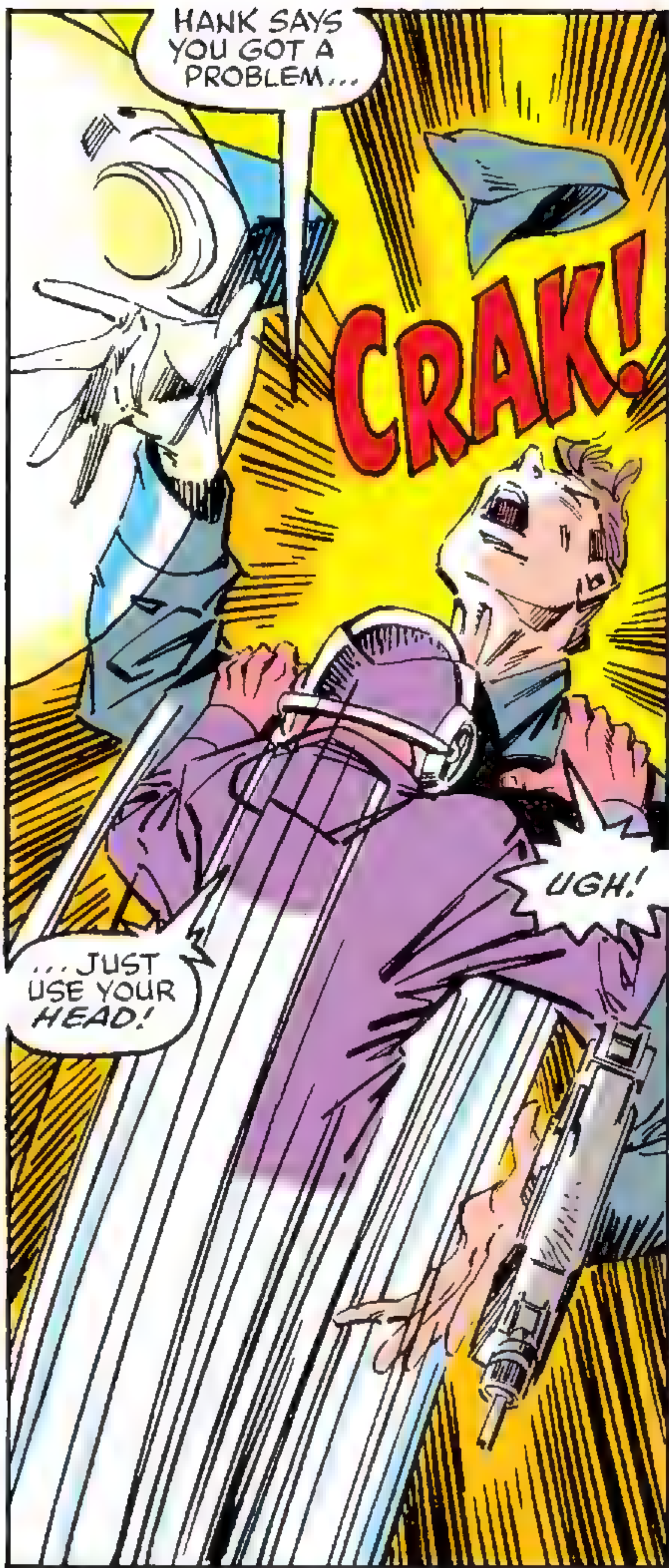
I DUNNO HOW
YA FIXED THE
BLACKOUT,
MUTIES...

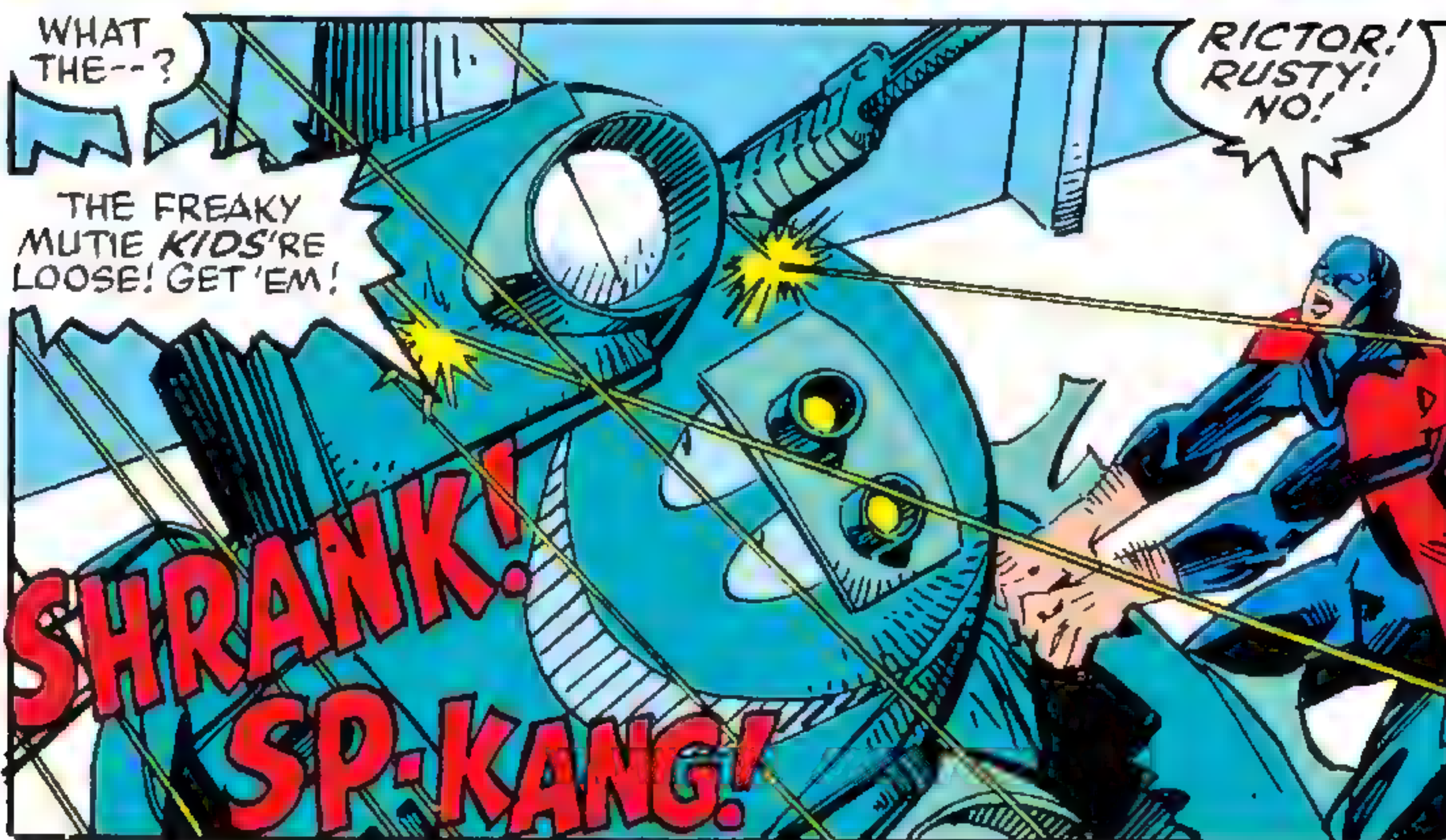
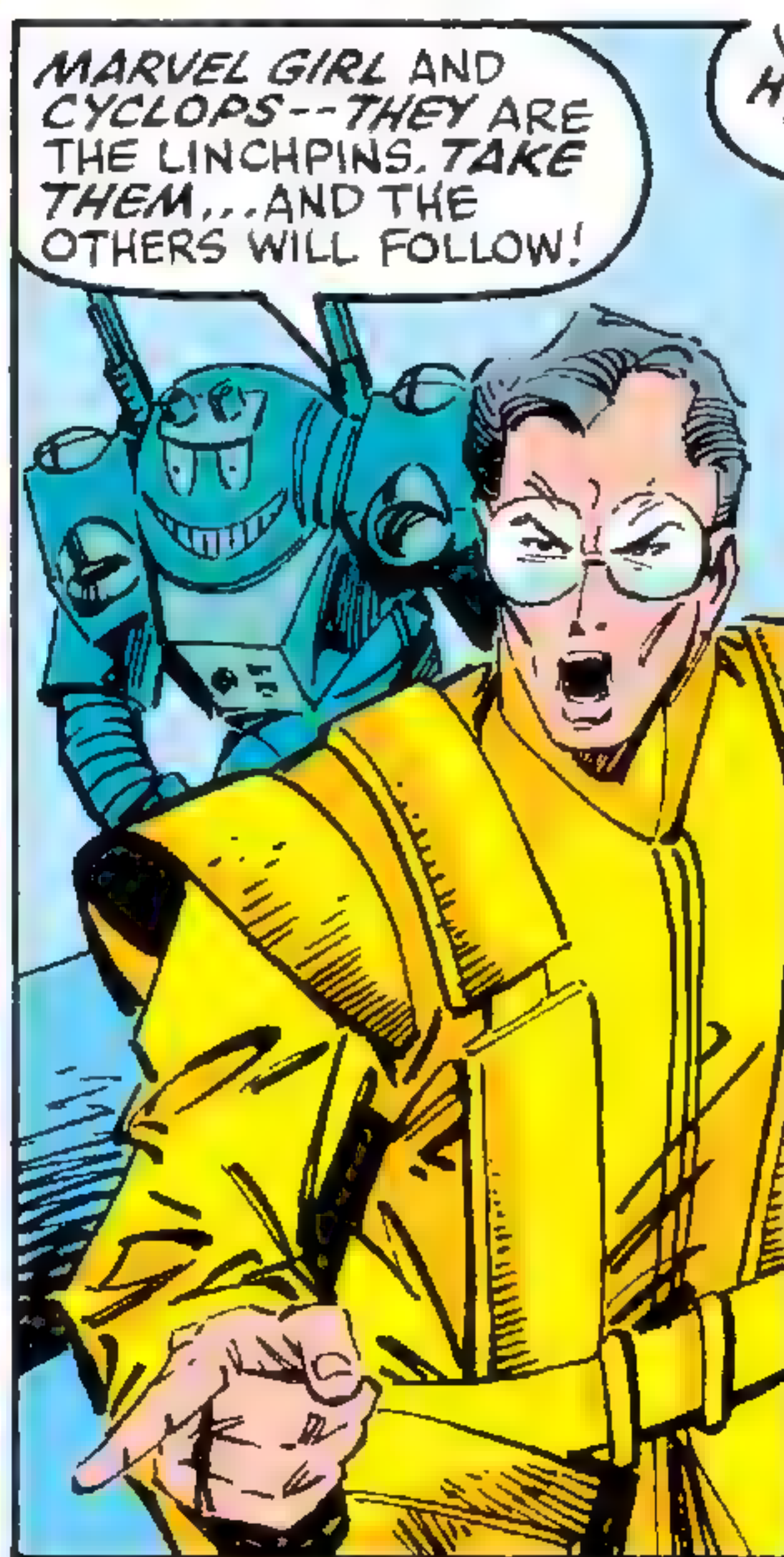
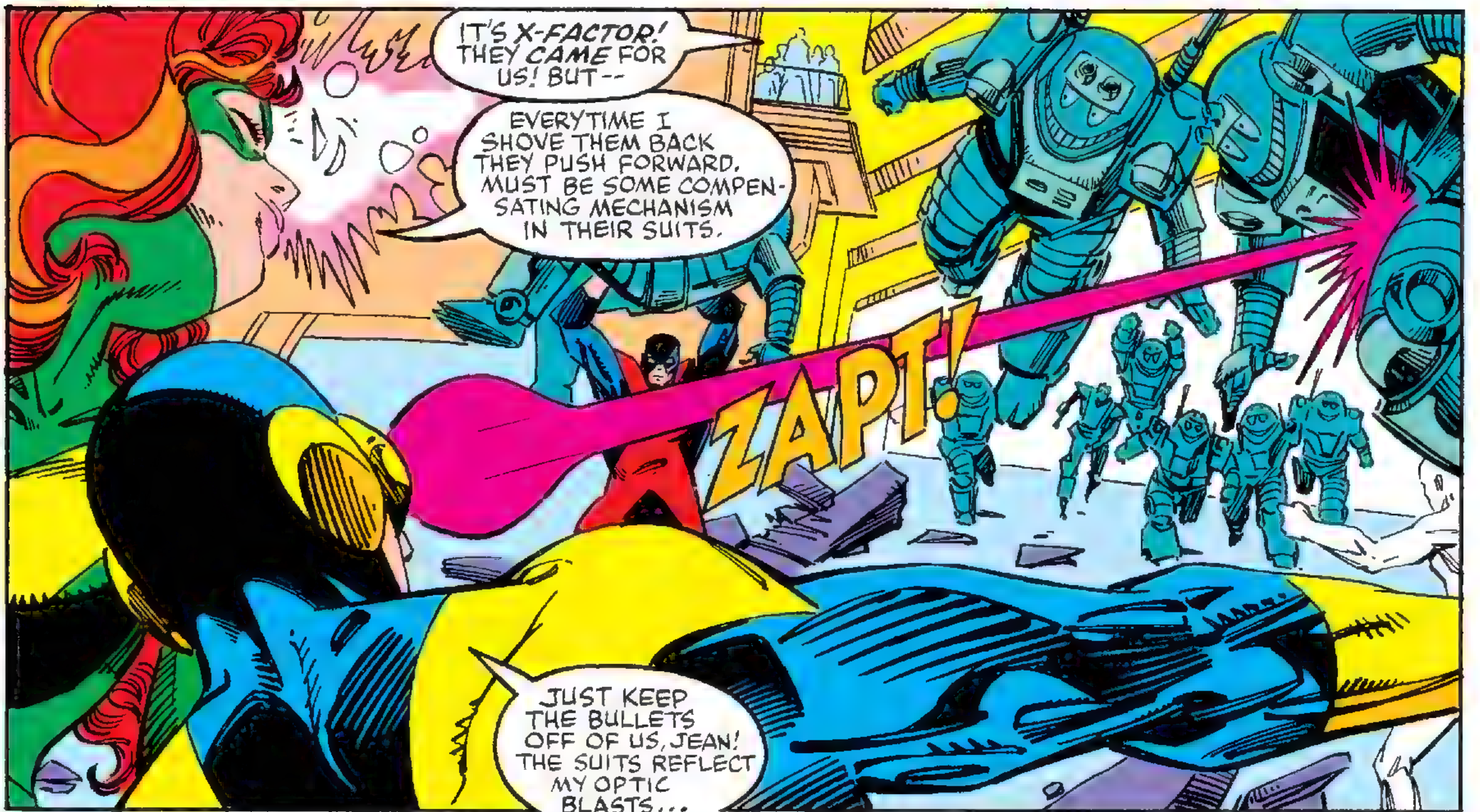
...BUT IT
AIN'T GONNA
WORK!

YOUR TEN
MINUTES
ARE UP!

YOU GOT
NO POWERS,
MUTIES. YOU
GOT ONE BIG
PROBLEM!

THUD!
BUMP!

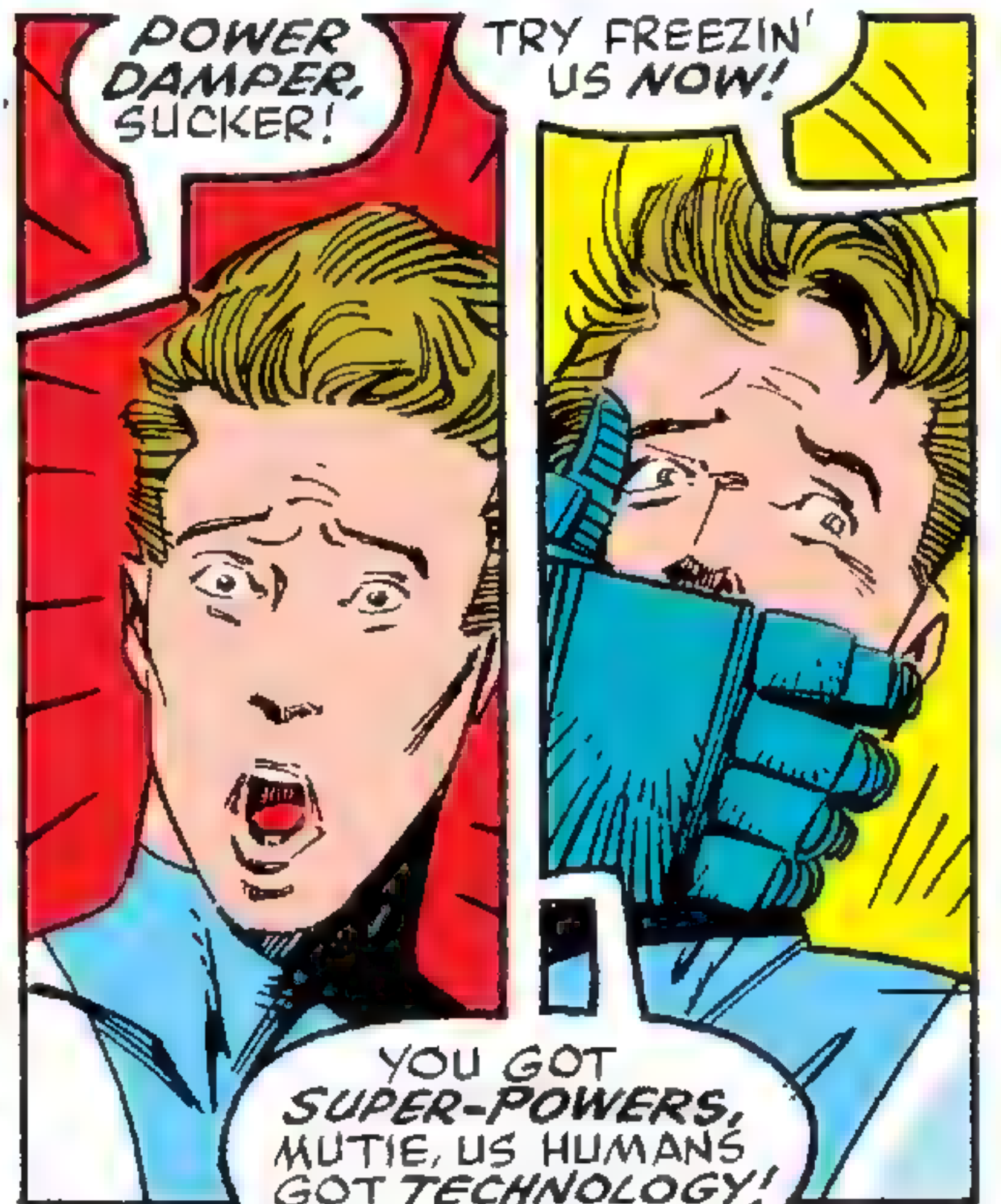
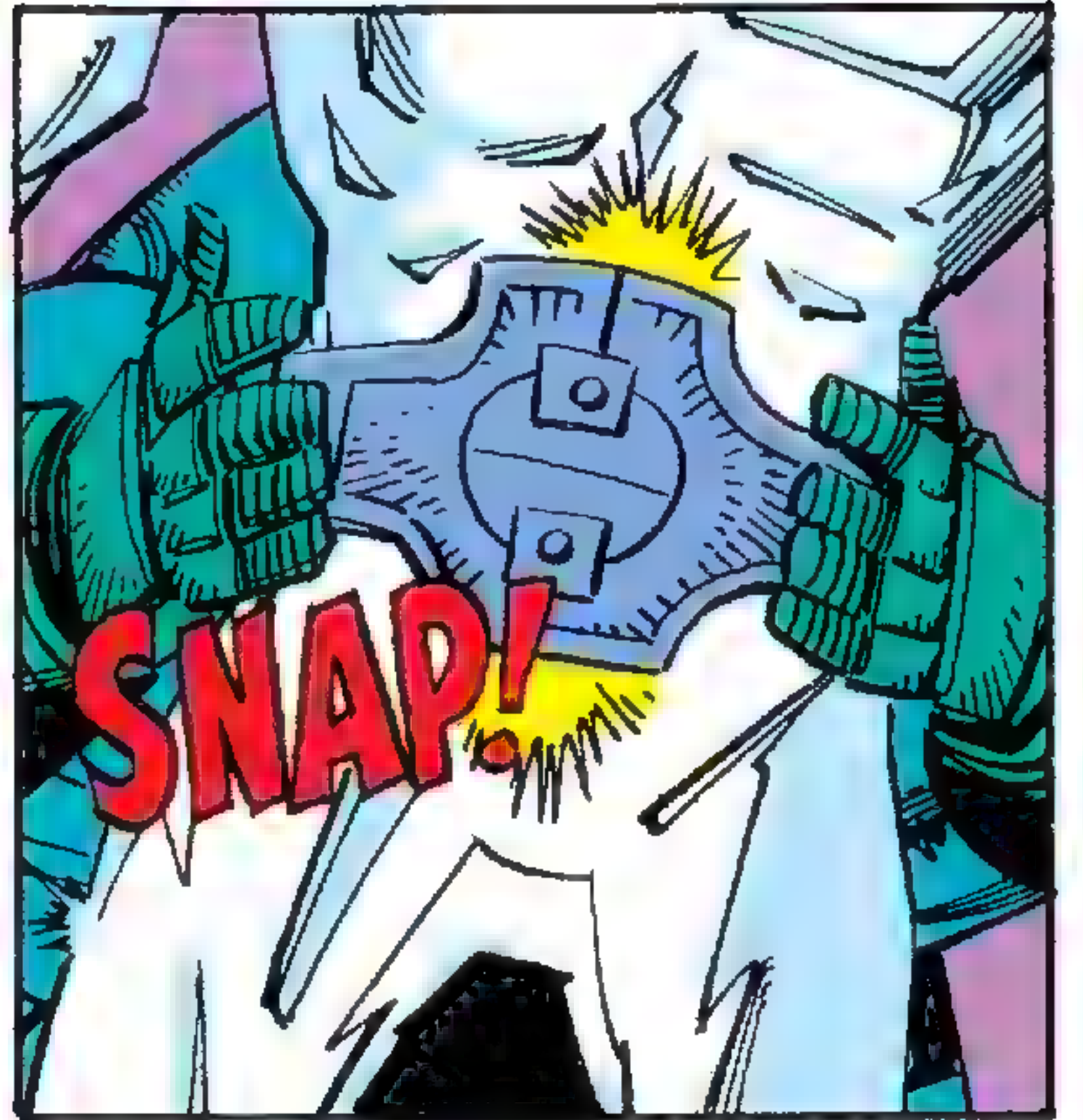




THIS TIME, LET
ME HANDLE
IT!

THOSE
MUTIES'RE
ON YOUR
SIDE?

BULLETS DIS-
TRACTED YOU
MORE'N THEY
HURT US!



POWER
DAMPER,
SUCKER!

TRY FREEZIN'
US NOW!

YOU GOT
SUPER-POWERS,
MUTIE, US HUMANS
GOT TECHNOLOGY!

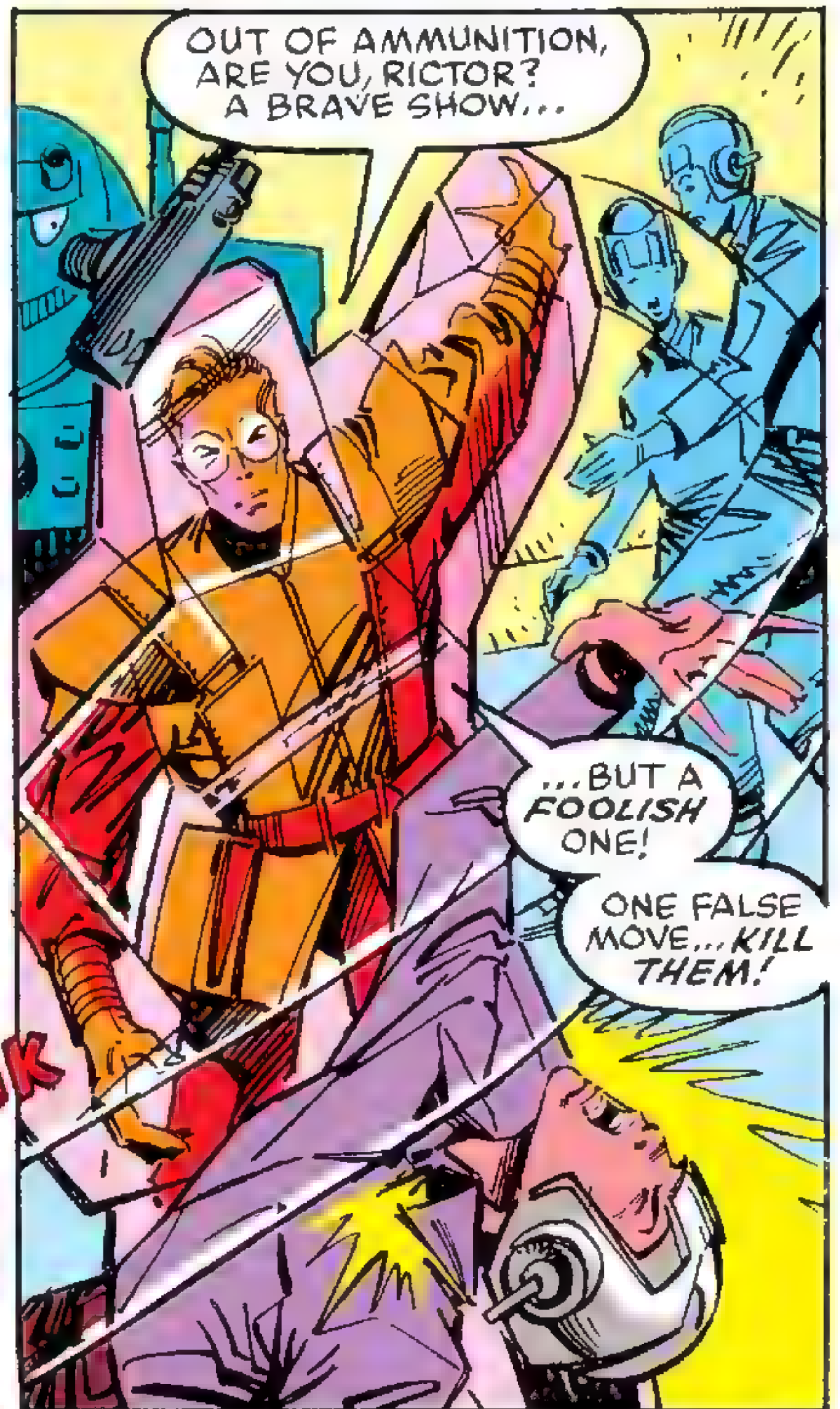
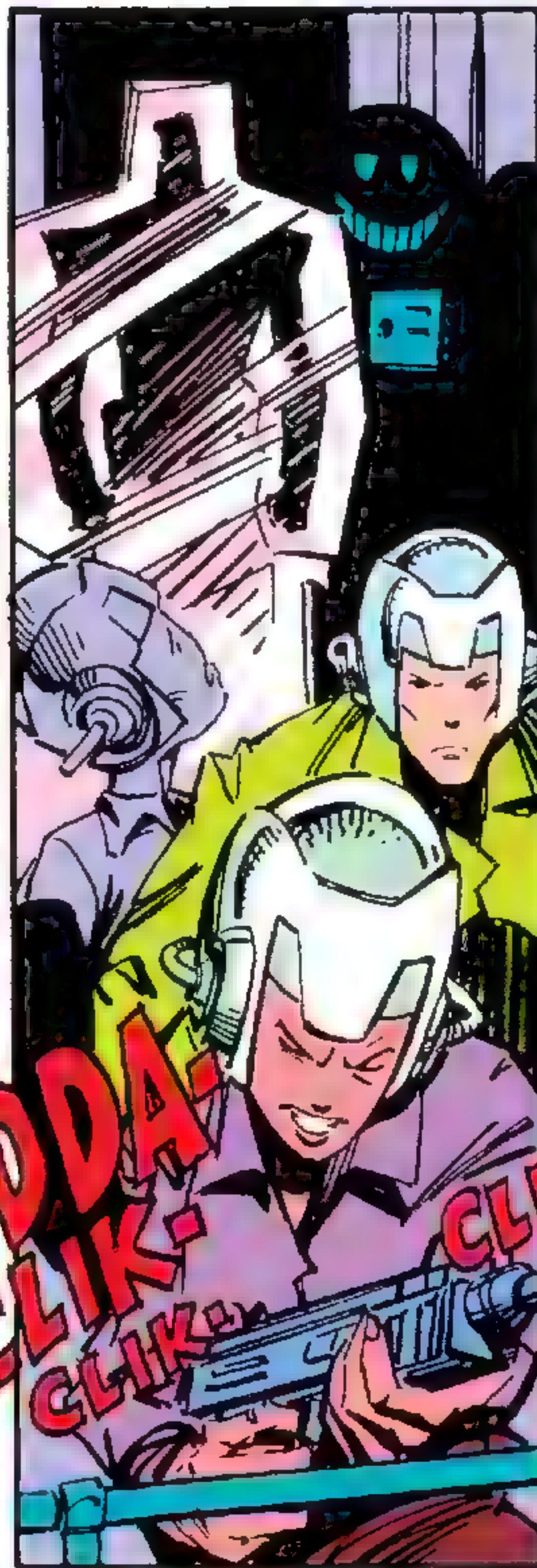


THEY
CALL HIM
BEAST!

NO KIDDIN'!
FIGHTS
LIKE A
ANIMAL!

YEAH! TOO
STUPID TA
KNOW WHEN
HE'S LICKED!

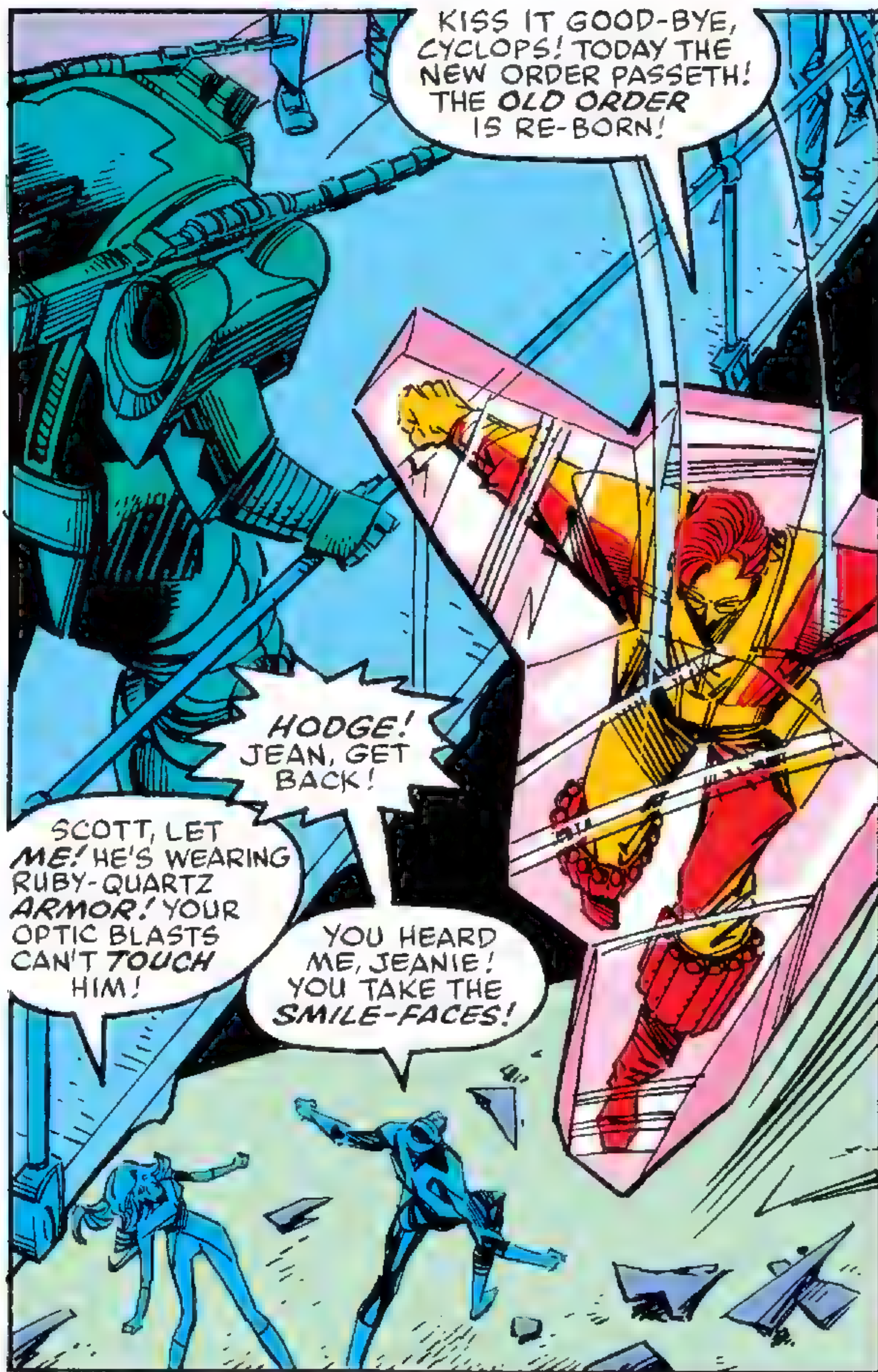
BUDDA-
CLIK-
CLIK-
CLIK



OUT OF AMMUNITION,
ARE YOU, RICTOR?
A BRAVE SHOW...

...BUT A
FOOLISH
ONE!

ONE FALSE
MOVE... KILL
THEM!

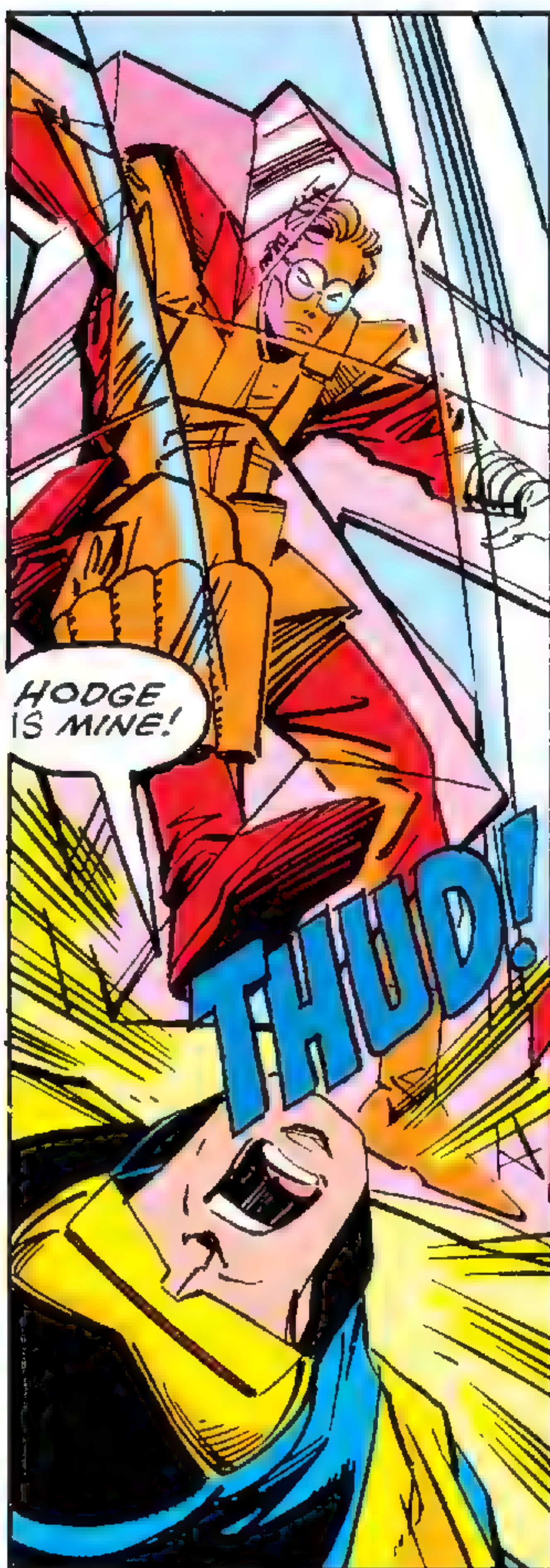


KISS IT GOOD-BYE, CYCLOPS! TODAY THE NEW ORDER PASSETH! THE OLD ORDER IS RE-BORN!

HODGE! JEAN, GET BACK!

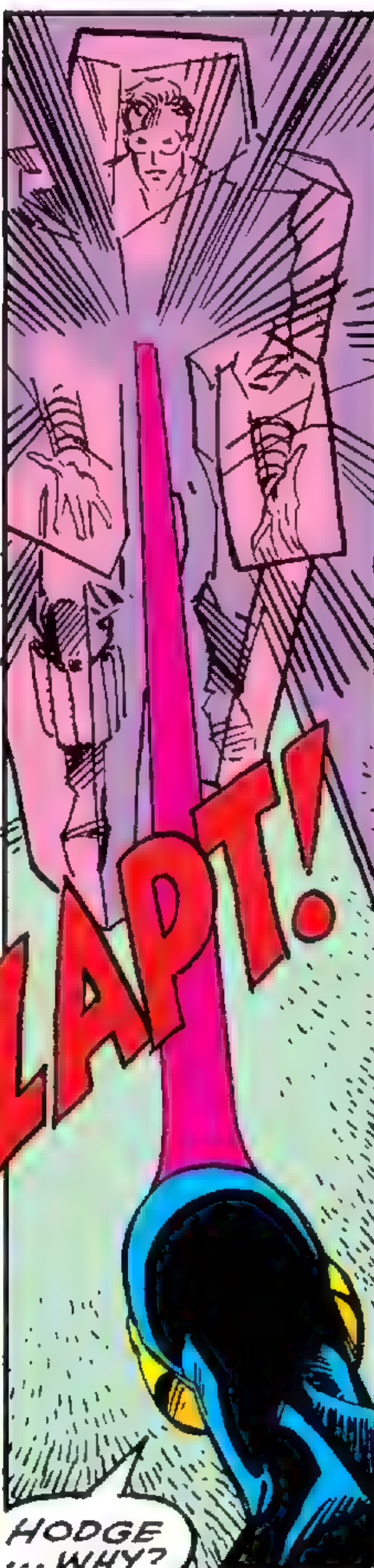
SCOTT, LET ME! HE'S WEARING RUBY-QUARTZ ARMOR! YOUR OPTIC BLASTS CAN'T TOUCH HIM!

YOU HEARD ME, JEANIE! YOU TAKE THE SMILE-FACES!



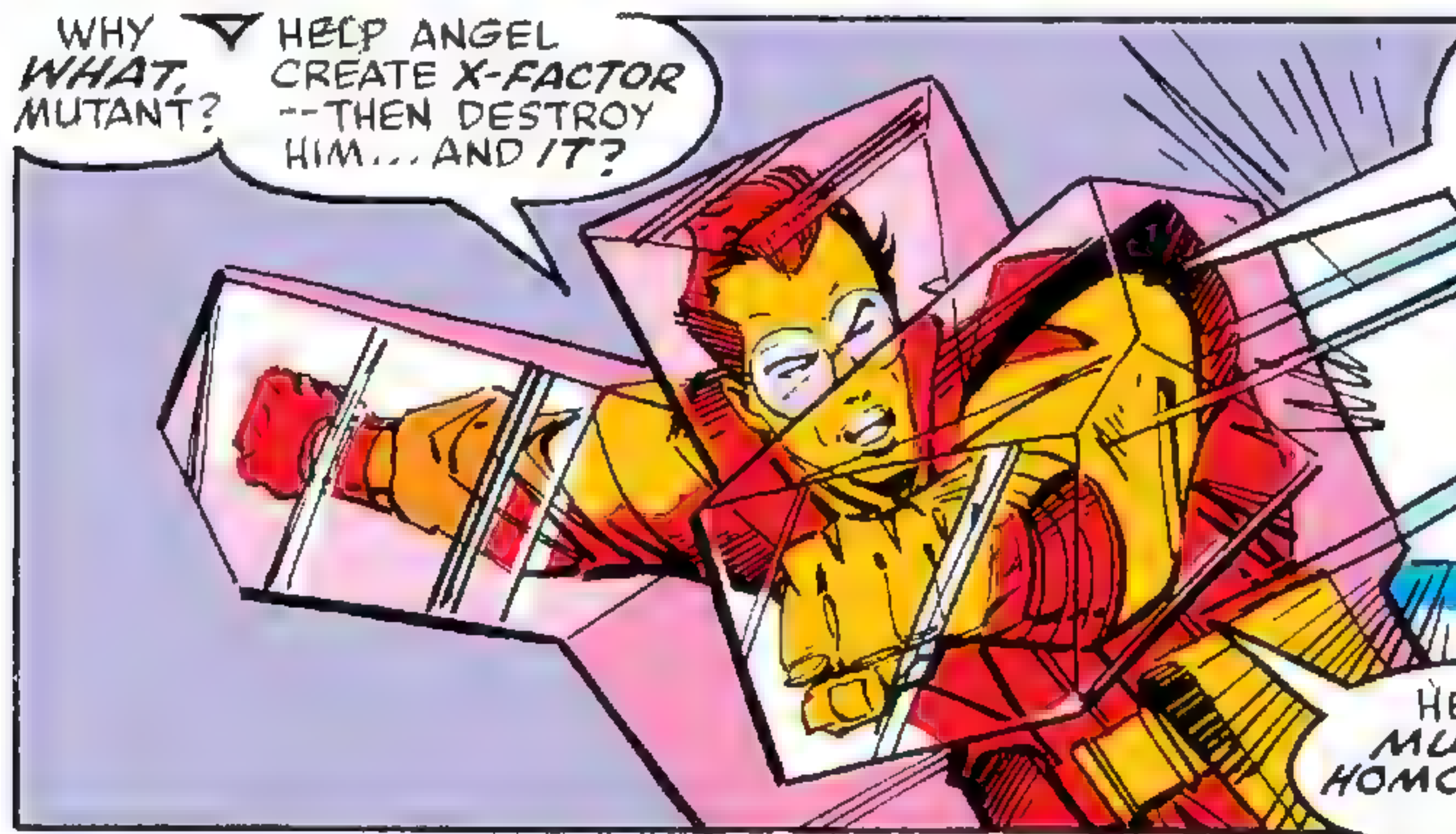
HODGE IS MINE!

THUD!



ZAPT!

HODGE ... WHY?



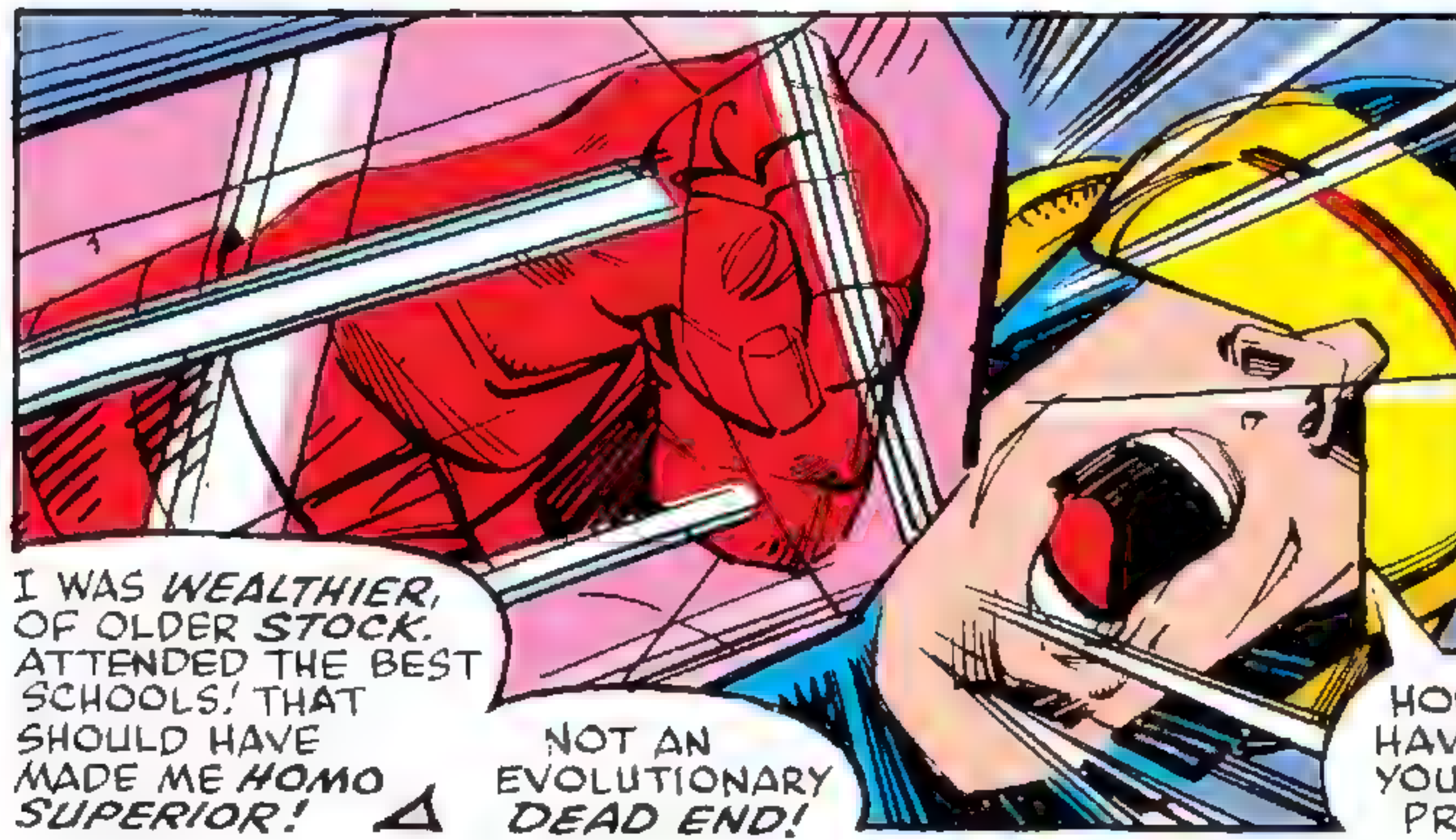
WHY WHAT, MUTANT?

HELP ANGEL CREATE X-FACTOR -- THEN DESTROY HIM... AND IT?



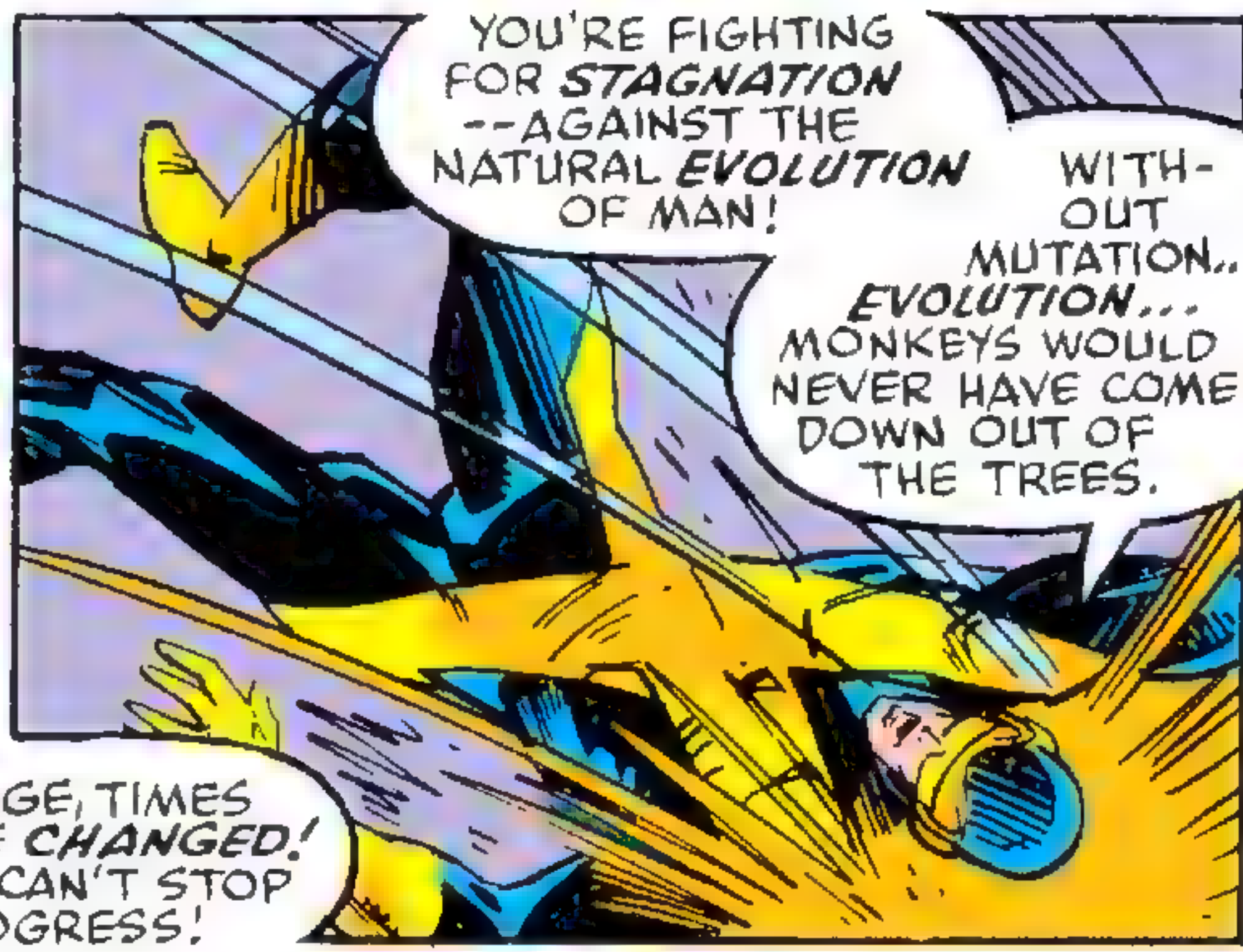
WARREN WAS A FOOL! I WAS AT SCHOOL WITH HIM, WAS HIS FRIEND, AND THEN THAT ACCURSED FREAK GREW WINGS!

HE WAS A MUTANT... HOMO SUPERIOR! HA!



I WAS WEALTHIER, OF OLDER STOCK. ATTENDED THE BEST SCHOOLS! THAT SHOULD HAVE MADE ME HOMO SUPERIOR!

NOT AN EVOLUTIONARY DEAD END!



YOU'RE FIGHTING FOR STAGNATION -- AGAINST THE NATURAL EVOLUTION OF MAN!

WITH-OUT MUTATION... EVOLUTION... MONKEYS WOULD NEVER HAVE COME DOWN OUT OF THE TREES.

HODGE, TIMES HAVE CHANGED! YOU CAN'T STOP PROGRESS!

AND NOW
HOMO SAPIEN
CAGES MONKEYS...
AS HOMO
SUPERIOR--
WILL CAGE US!

HODGE-- GIVE IT UP! WE
DON'T WANT TO CAGE YOU!
WE ONLY WANT TO BE
LEFT IN PEACE!

THE ARMOR'S NOT
JUST RUBY-QUARTZ!
IT'S ENHANCED!
HE'S SUPER-STRONG
AND HE WANTS TO
KILL CYKE!

I CAN'T LET
HIM! GOTTA
BREAK THROUGH
THE BLOCK ON
MY POWER!

PEACE?!?
HA-HA-HA-
HA-HA!

I WILL
GIVE YOU
ETERNAL
PEACE!

I GOTTA--

SNAPP!

NO!

THE POWER
BLOCK WAS
BASED ON HIS
OLD POWER
STATS.

HIS POWERS
HAVE BEEN
AUGMENTED.
HE'S GROWN
TOO STRONG
FOR THAT
SHACKLE!

WORSE NEWS, HODGE!
THIS BLOCK OF YOURS
REGULATES MY POWER!
IT GIVES ME CONTROL!

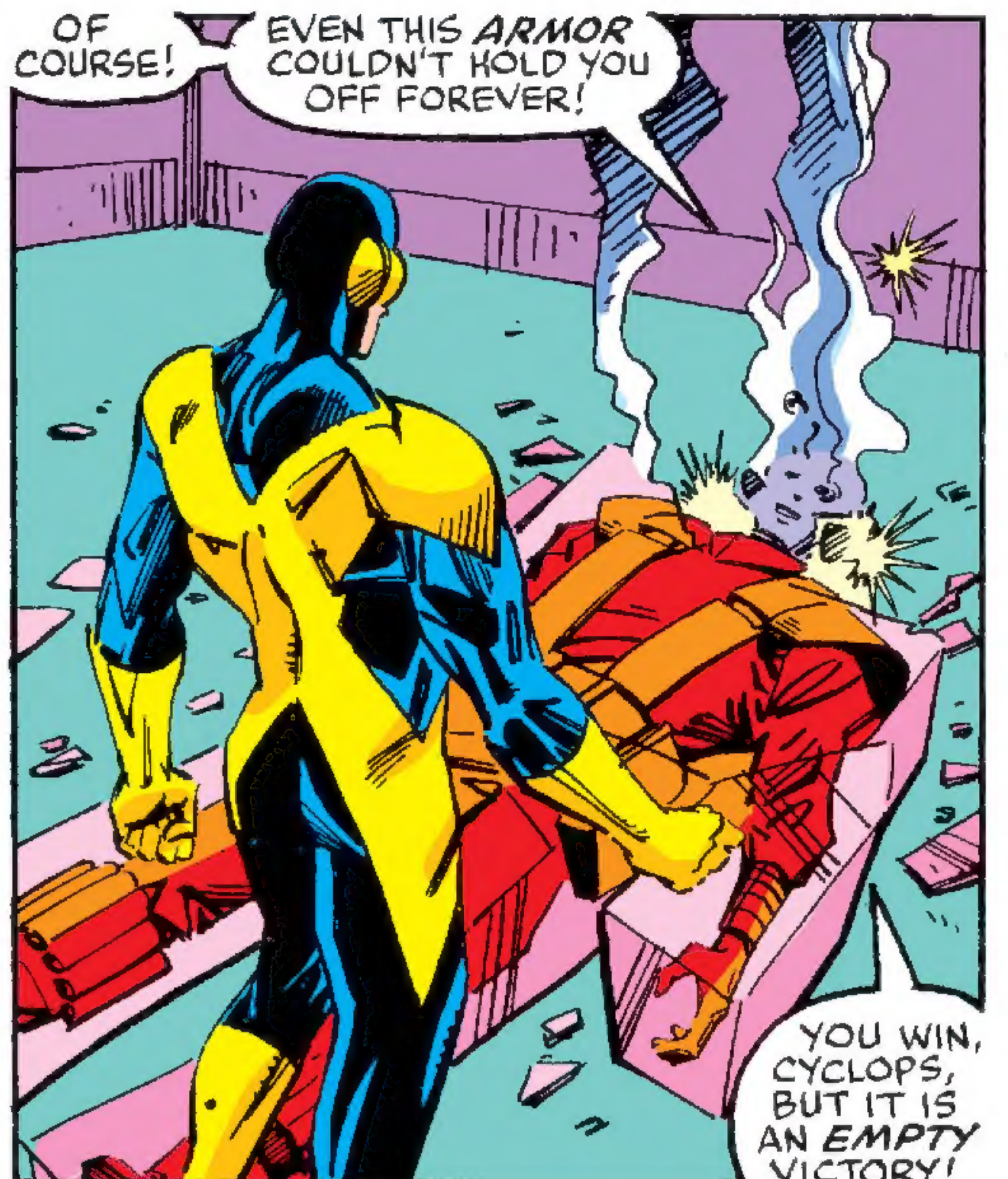
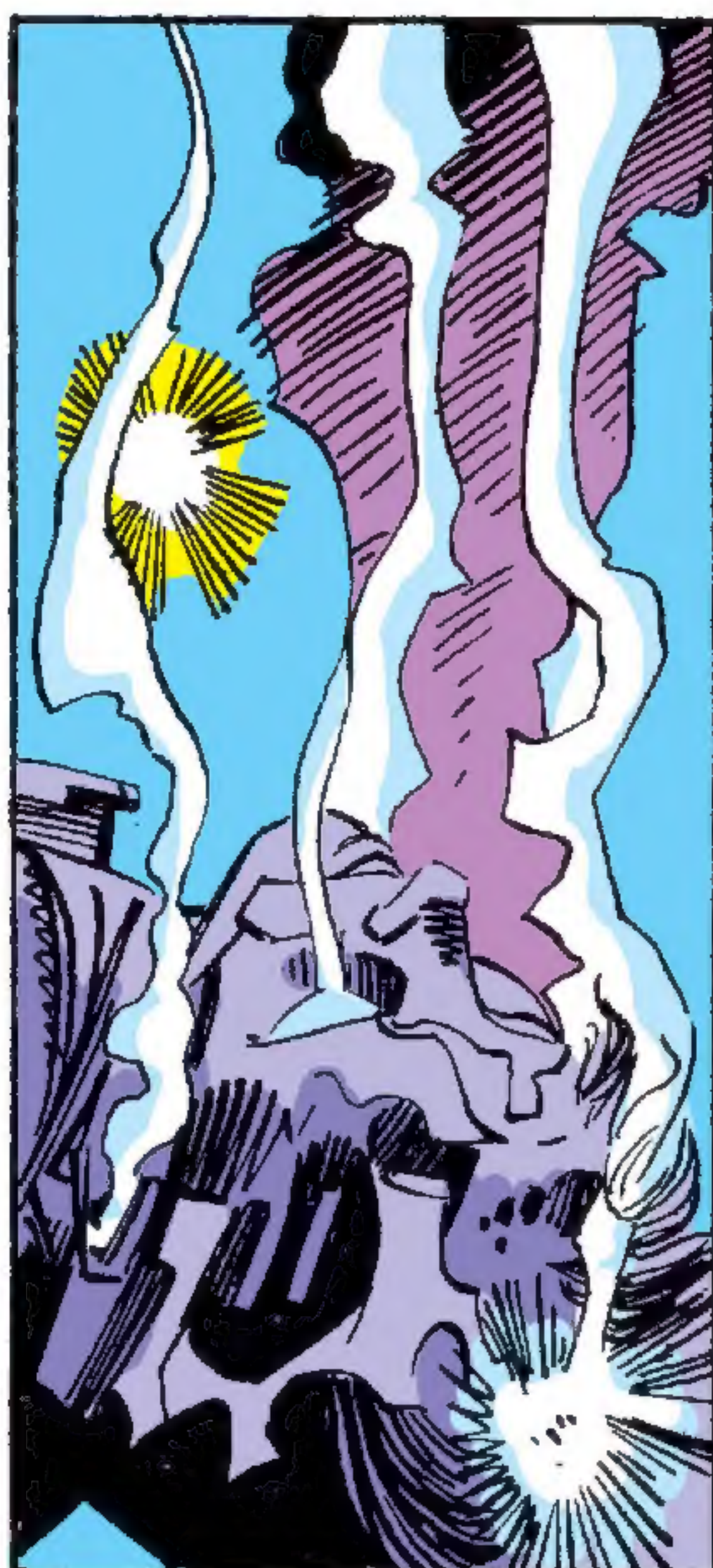
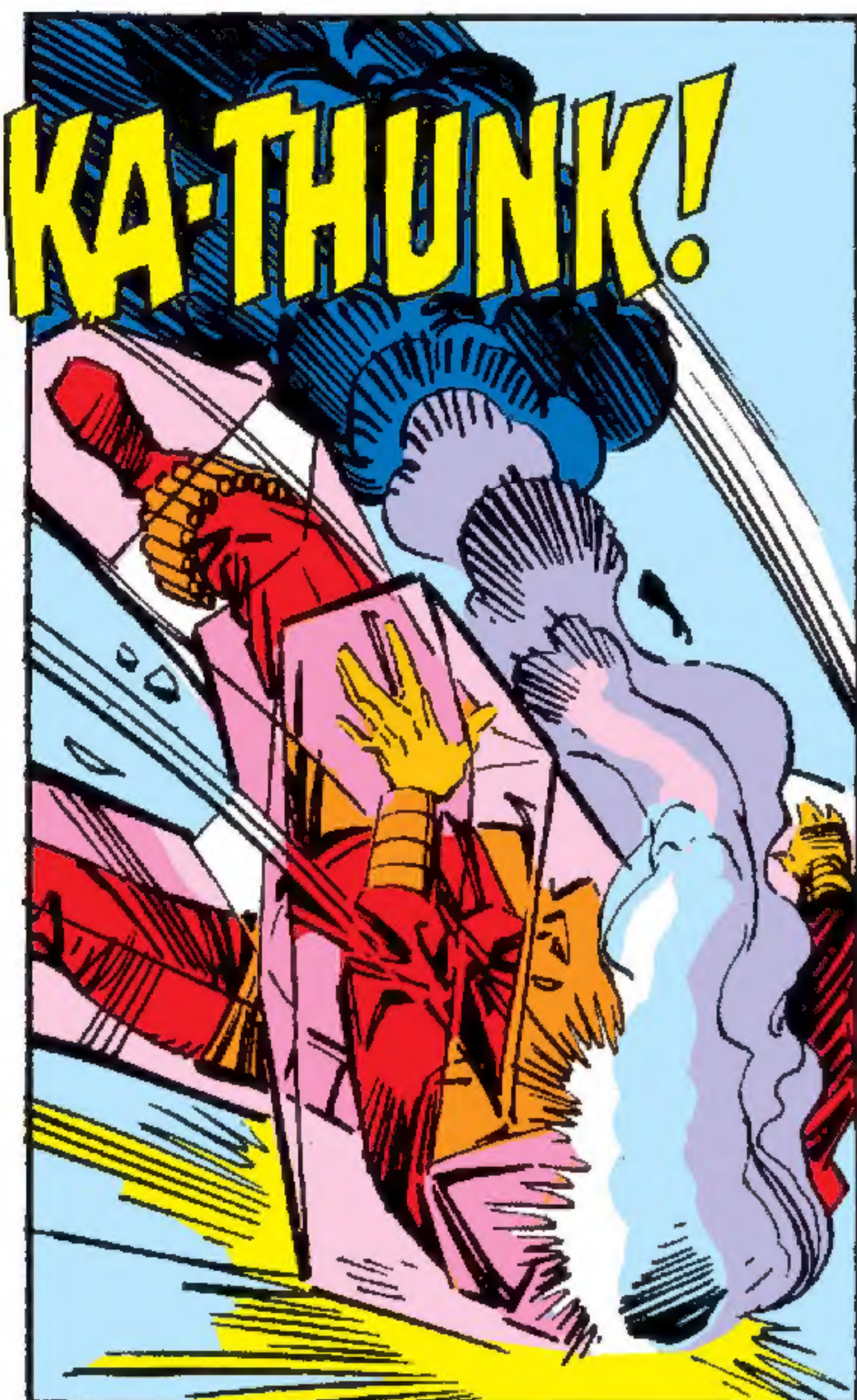
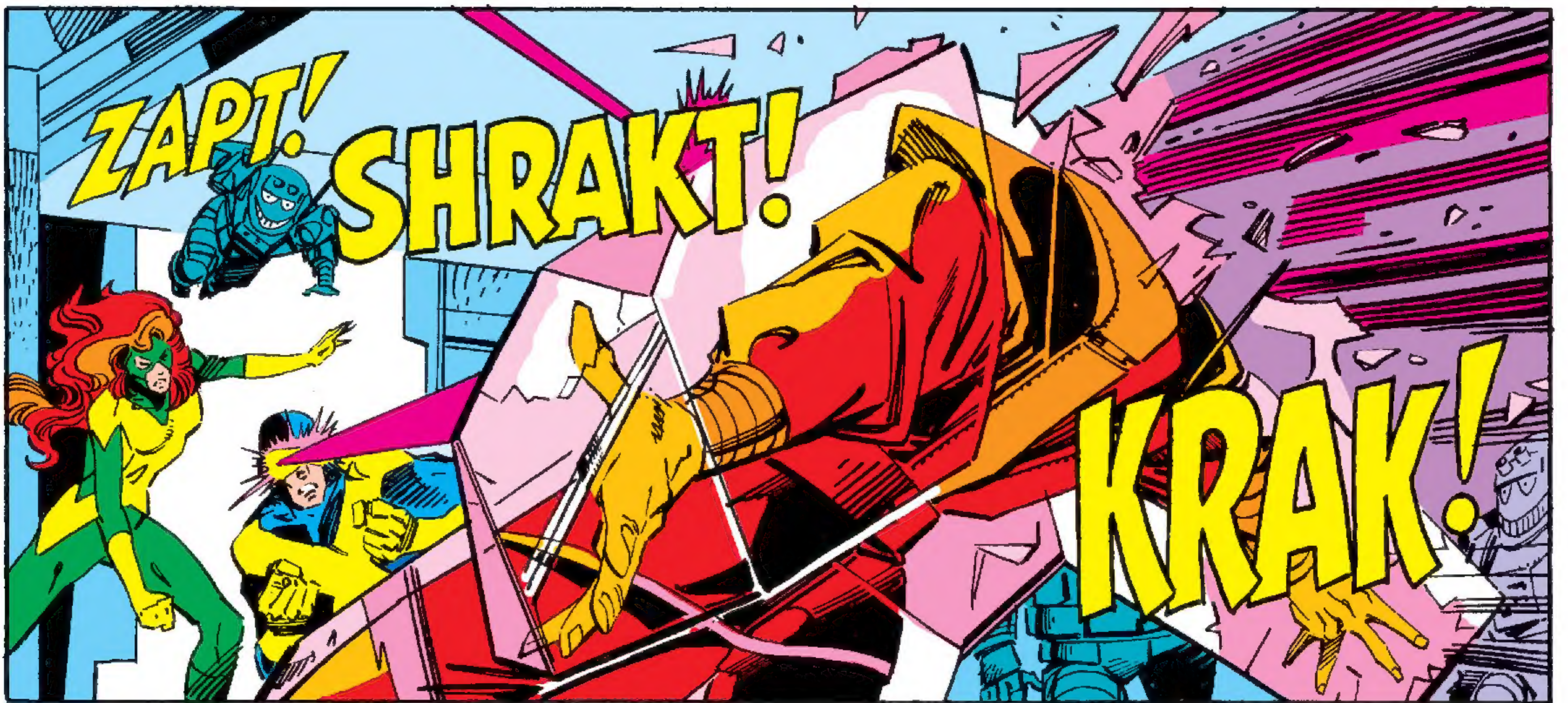
**CRACK-
CRACK-
CRACK!**

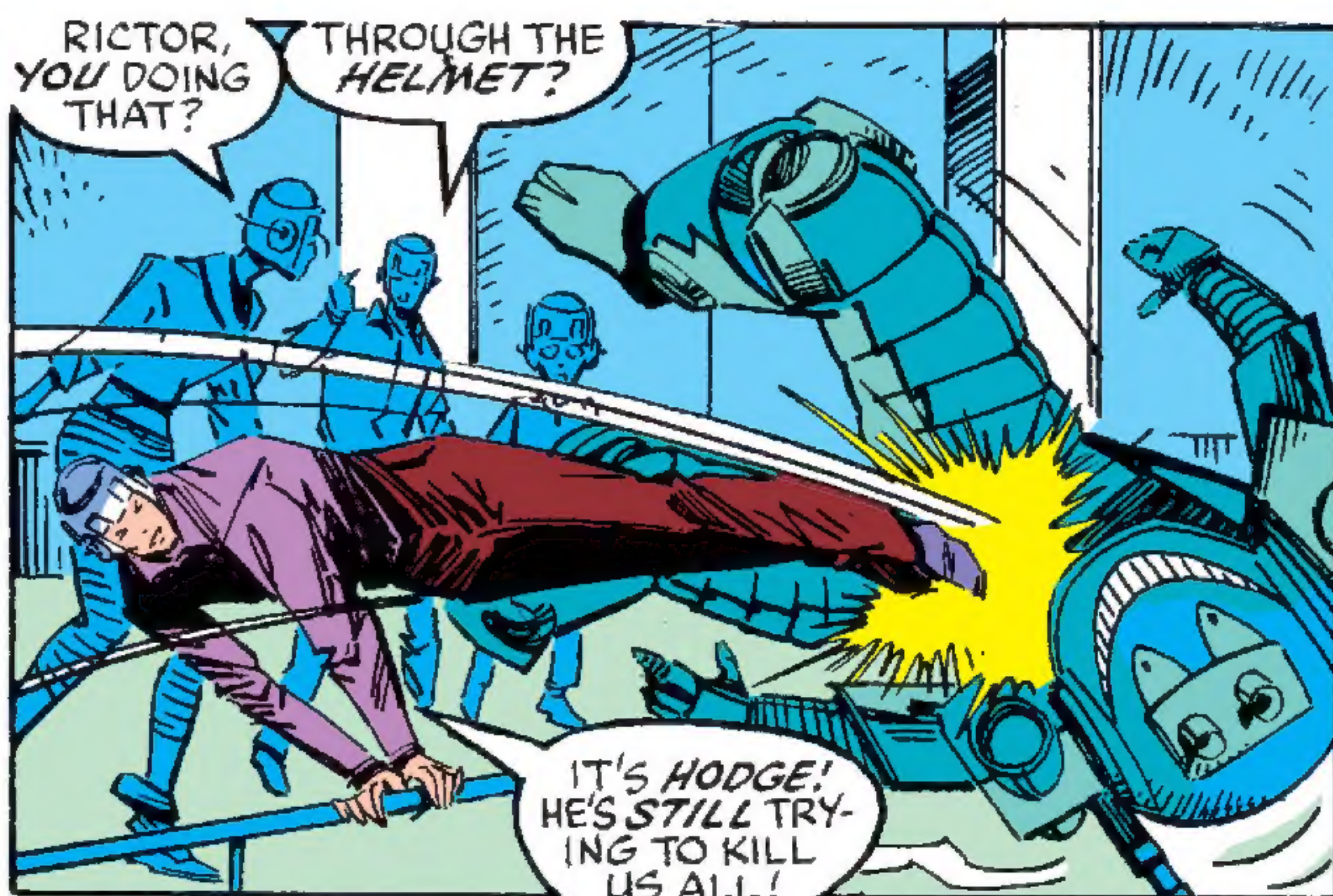
BACK,
MUTIE!

SCOTT, HE'S
TOO POWERFUL!

WHAP!

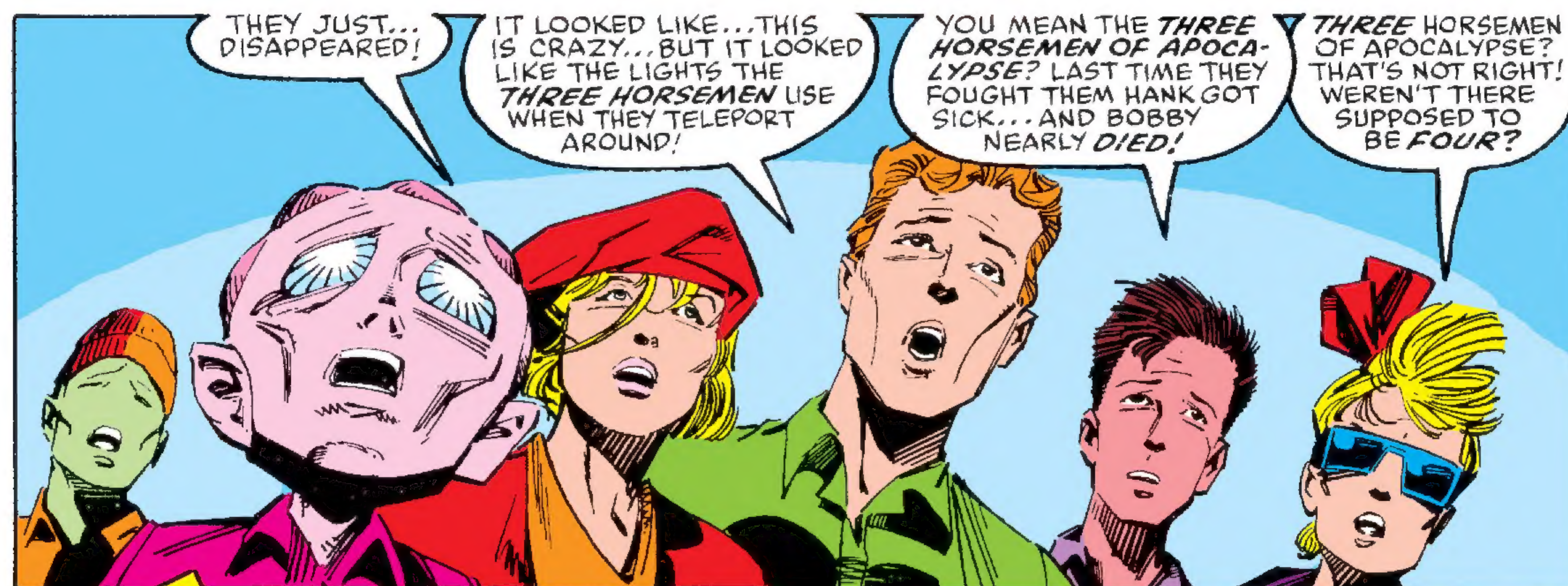
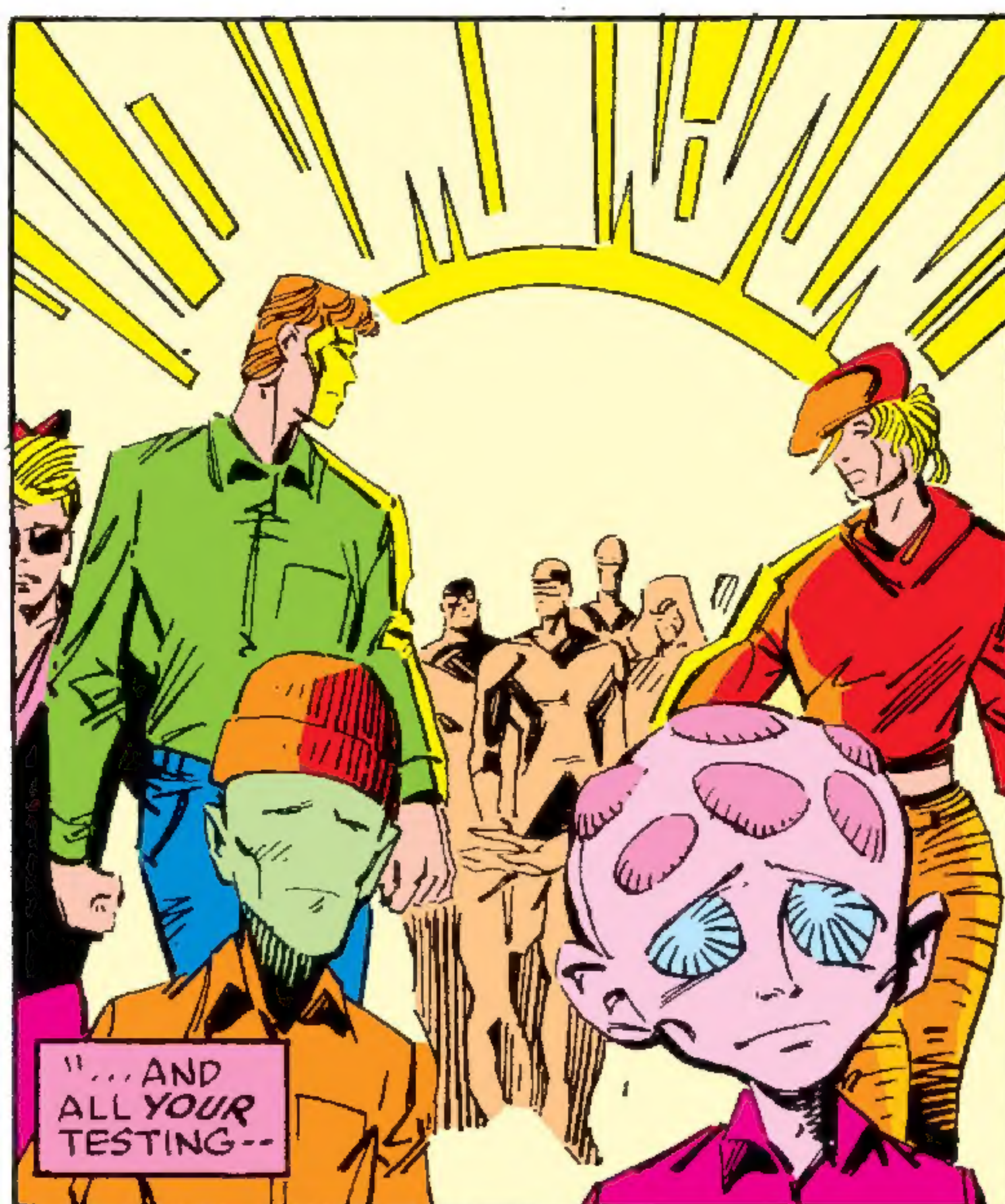
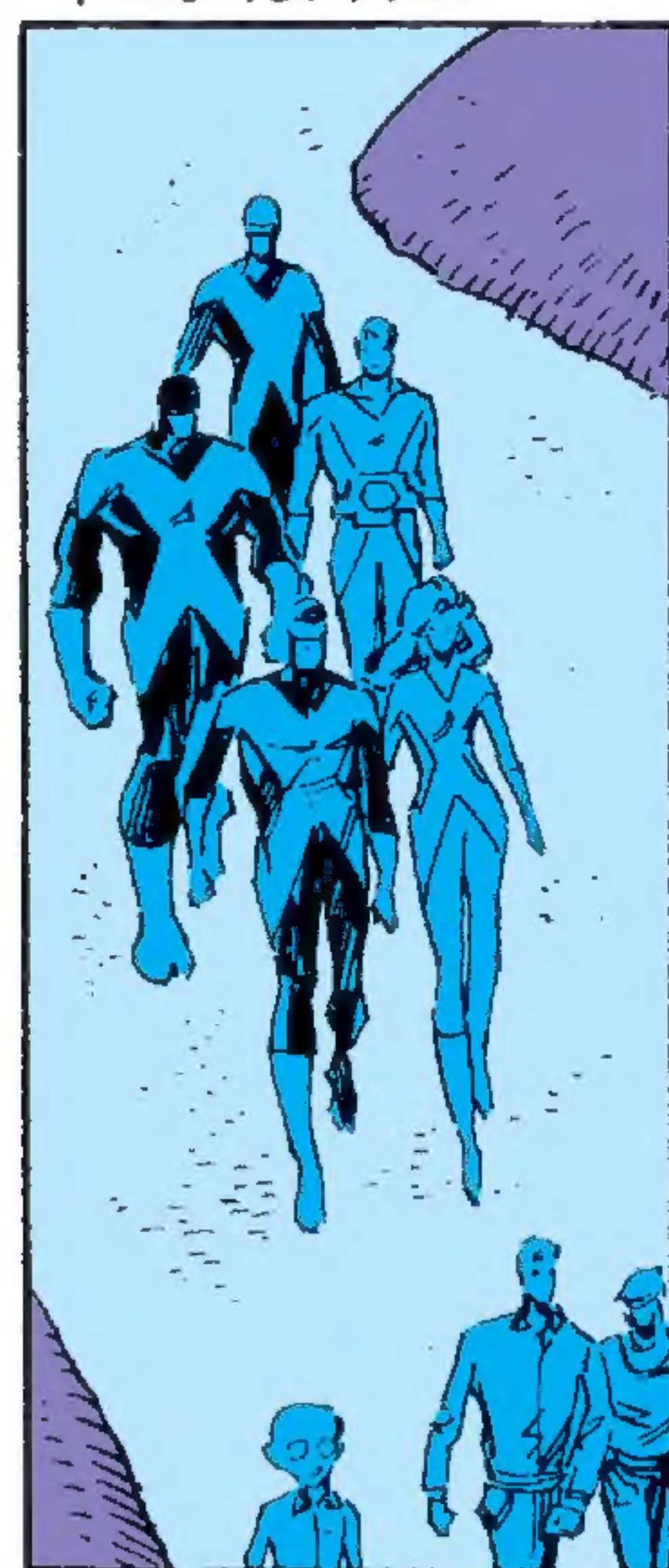
NO!
NOT ANY
MORE!







"THE TIME OF X-FACTOR'S TRUE TESTING--"



THERE WERE, BOOM-BOOM! AND NOW THERE ARE!

NEXT ISSUE:

X-FACTOR VS. APOCALYPSE AND HIS FOUR HORSEMEN--PESTILENCE, FAMINE, WAR...AND DEATH!